#### GOLD BANC CORP INC

Form 4/A April 05, 2006

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

1. Name and Address of Reporting Person \*

04/01/2006

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

Common

Stock

1. Name and Address of Reporting Person * LISTER TED J JR			uer Name <b>and</b> l	Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
		GOL	D BANC CO	ORP INC [GLDB]	(Ch	eck all applicabl	e)	
(Last)	(First) (N	fiddle) 3. Date	of Earliest Tra	ansaction				
		(Montl	n/Day/Year)		Director	109	6 Owner	
6860 WES	Γ 115TH, SUITE	100 04/01	/2006		X Officer (give title Other (specify below)  Sr Vice President - HR			
					SI V	ice Flesideit - F	IK	
	(Street)	4. If A	mendment, Da	te Original	6. Individual or Joint/Group Filing(Check Applicable Line)			
		Filed(N	Month/Day/Year)					
		04/04	/2006			y One Reporting P		
OVERLAN	ID PARK, KS 662	211			Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip) Ta	able I - Non-D	erivative Securities Ac	equired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	e 2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date,	if Transaction	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial	
		(Month/Day/Ye	ar) (Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership	
					Following	(Instr. 4)	(Instr. 4)	
				(A)	Reported			
				or	Transaction(s)			
			Code V	Amount (D) Price	(Instr. 3 and 4)			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

D

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

9,032

D

<u>(1)</u>

0

#### Edgar Filing: GOLD BANC CORP INC - Form 4/A

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 11.03	04/01/2006		D		5,000	(2)	07/23/2013	Common Stock	5,000
Stock Option	\$ 7.06	04/01/2006		D		5,000	(3)	01/25/2012	Commmon Stock	5,000
Stock Option	\$ 7.6	04/01/2006		D		1,000	<u>(4)</u>	11/08/2011	Common Stock	1,000

## **Reporting Owners**

Reporting Owner Name / Address	
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Director 10% Owner Officer Other

LISTER TED J JR 6860 WEST 115TH, SUITE 100 OVERLAND PARK, KS 66211

Sr Vice President - HR

# **Signatures**

Ted J. Lister 04/05/2006

\*\*Signature of Date
Reporting Person

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- This amended Form 4 is being filed to correct the total number of shares held by the reporting person and the number of shares exchanged (1) in the merger. The total shares were disposed pursuant to merger agreement between issuer and Marshall & Ilsley Corporation ("M&I") in exchange for 3,229 shares of M&I common stock having a market value of \$43.96 per share on the effective date of the merger.
- (2) This option, which provided for vesting in five equal annual installments beginning on July 23, 2004, was assumed by M&I in the merger and replaced with an option to purchase 2,104 shares of M&I common stock for \$26.21 per share.
- (3) This option, which provided for vesting in five equal annual installments beginning on January 25, 2003, was assumed by M&I in the merger and replaced with an option to purchase 2,104 shares of M&I common stock for \$16.78 per share.
- (4) This option, which provided for vesting in five equal annual installments beginning on November 8, 2002, was assumed by M&I in the merger and replaced with an option to purchase 421 shares of M&I common stock for \$18.05 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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