

Edgar Filing: BROWN III EDWARD J - Form 4

BROWN III EDWARD J

Form 4

February 04, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Edward J. Brown III
 Bank of America Corporation
 NC1-007-58-11
 NC, Charlotte 28255
2. Issuer Name and Ticker or Trading Symbol
 BANK OF AMERICA CORPORATION (BAC)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 2/4/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 President Global Corporate & Investment Banking
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock	2/1/2003		F1	1615 D	98559
Common Stock	12/31/2002		J2	1244.44 A	14859.832

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Con- version or Exer- cise Price of Deriva- tive Secu- rity	3. Trans- action Date	3A. Deemed Execu- tion Date	4. Trans- action Code	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D) Amount	6. Date Exer- cisable and Expiration Date (Month/ Day/Year) Date Expir- ation Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. P of vat Sec rit
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	(Year)	(Year)										
Preferred, Series C	12/31/2002		J	V	8.04	A				Common Stock	13.5072	
Option, Right to Buy	\$48.4375								02/01/2010	Common Stock		
Option, Right to Buy	\$53.28								01/31/2011	Common Stock		
Option, Right to Buy	\$61.36								2/01/2012	Common Stock		
Option, Right to buy	\$70.03	2/3/2003	A		100000	A	4		02/03/2013	Common Stock	100000	\$70
Restricted Stock Units	1 for 1								02/15/2004	Common Stock		
Restricted Stock Units	1 for 1								2/15/2005	Common Stock		
Option, Right to Buy	\$26.8125								7/01/2005	Common Stock		
Option, Right to Buy	\$65.375								7/01/2007	Common Stock		
Option, Right to Buy	\$79.9375								7/01/2008	Common Stock		

Explanation of Responses:

- Disposition of shares to the issuer to satisfy the tax withholding obligation associated with the vesting of restricted stock which is exempt under Rule 16b-3(e).
- Shares acquired were exempt acquisitions pursuant to Rule 16b-3(c) under Bank of America Corporation 401(k) Plan.
- Each share of Series C Preferred stock is convertible into 1.68 shares of common stock of Bank of America Corporation.
- This option vests 100% on February 3, 2006.

SIGNATURE OF REPORTING PERSON

Edward J. Brown III

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