

ZIONS BANCORPORATION /UT/
Form 8-K
April 19, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): April 19, 2011

ZIONS BANCORPORATION

(Exact Name of Registrant as Specified in its Charter)

Utah
(State or Other Jurisdiction
of Incorporation)

001-12307
(Commission
File Number)

87-0227400
(IRS Employer
Identification No.)

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One South Main, 15th Floor

Salt Lake City, Utah
(Address of Principal Executive Office)

84133
(Zip Code)

(801) 524-4787

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

The Company hereby incorporates the Exhibits to this Current Report on Form 8-K relating to the issuance and sale of the Company's Senior Medium-Term Notes, Series A (the Notes) by reference into the Company's Registration Statement on Form S-3 (No. 333-173299) (the Registration Statement) as supplemented by the Prospectus Supplement dated April 19, 2011.

- 1.1 Distribution Agent Agreement, dated March 31, 2008, incorporated by reference to Exhibit 1.1 of Form 8-K filed April 21, 2009.
- 4.1 Form of Senior Medium-Term Floating Rate Note, incorporated by reference to Exhibit 4.1 of Form 8-K filed April 21, 2009.
- 4.2 Form of Senior Medium-Term Fixed Rate Note, incorporated by reference to Exhibit 4.2 of Form 8-K filed April 21, 2009.
- 5.1 Opinion of Sullivan & Cromwell LLP.
- 5.2 Opinion of Callister Nebeker & McCullough.
- 8.1 Opinion of Sullivan & Cromwell LLP regarding certain tax matters.
- 23.1 Consent of Sullivan & Cromwell LLP (included in Exhibits 5.1 and 8.1).
- 23.2 Consent of Callister Nebeker & McCullough (included in Exhibit 5.2).
- 99.1 Auction Agent Agreement, dated March 6, 2008, incorporated by reference to Exhibit 99.1 of Form 8-K filed April 21, 2009.
- 99.2 Amendment #1 to the Auction Agent Agreement, dated April 30, 2008, incorporated by reference to Exhibit 99.2 of Form 8-K filed April 21, 2009.
- 99.3 Information relating to Item 14 of the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Zions Bancorporation

Date: April 19, 2011

By: /s/ Thomas E. Laursen
Thomas E. Laursen

Executive Vice President and

General Counsel

EXHIBIT INDEX

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