

Edgar Filing: BERKSHIRE HILLS BANCORP INC - Form 8-K/A

BERKSHIRE HILLS BANCORP INC

Form 8-K/A

June 02, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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):
June 1, 2005

Berkshire Hills Bancorp, Inc.
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation)	1-15781 (Commission File Number)	04-3510455 (IRS Employer Identification No.)
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24 North Street, Pittsfield, Massachusetts ----- (Address of principal executive offices)	01201 ----- (Zip Code)
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Registrant's telephone number, including area code: (413) 443-5601

Not Applicable

(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 (see General Instruction A.2. below):

- 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))

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Item 8.01. Other Events

On June 1, 2005, Berkshire Hills Bancorp, Inc. ("Berkshire Hills") issued a press release in which it announced that it had completed its acquisition of Woronoco Bancorp, Inc. ("Woronoco") and that Woronoco stockholders will receive approximately 2,534,310 shares of Berkshire Hills common stock and cash payments totaling approximately \$35,145,540. To clarify, the number of Berkshire Hills shares stated includes only the shares to be issued to Woronoco stockholders who made an election of stock or a combination of cash and stock, but does not include 394,482 shares to be issued to those Woronoco stockholders who failed to make an election. The total number of Berkshire Hills shares to be issued therefore is 2,928,792.

SIGNATURE

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.

BERKSHIRE HILLS BANCORP, INC.

Date: June 2, 2005

By: /s/ Gerald A. Denmark

Name: Gerald A. Denmark
Title: Secretary