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FLEETBOSTON FINANCIAL CORP
Form 8-K
March 01, 2001

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): March 1, 2001

FLEETBOSTON FINANCIAL CORPORATION
(Exact Name of Registrant as Specified in its Charter)

Rhode Island ----- (State or other jurisdiction of incorporation)	1-6366 ----- (Commission File Number)	05-0341324 ----- (IRS Employer Identification Number)
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100 Federal Street
Boston, Massachusetts 02110

(Address of principal executive offices) (zip code)

(617) 434-2200

(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS

On March 1, 2001, Summit Bancorp., a New Jersey corporation ("Summit"), merged with and into FleetBoston Financial Corporation, a Rhode Island corporation ("FleetBoston"), pursuant to an Agreement and Plan of Merger, dated as of October 1, 2000, by and between Summit and FleetBoston (the "Merger Agreement"). As a result of the merger, each share of common stock, par value \$0.80 per share, of Summit outstanding immediately prior to the effective time of the merger was converted into the right to receive 1.02 shares of common stock, par value \$0.01 per share, of FleetBoston, with cash in lieu of fractional shares, and all rights with respect to Summit common stock pursuant

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to Summit stock options outstanding at such effective time were converted into and became rights with respect to FleetBoston common stock on terms adjusted to reflect the 1.02 exchange ratio.

The merger is being accounted for as a "pooling-of-interests" for accounting and financial reporting purposes.

A copy of the press release issued March 1, 2001, regarding the merger is attached as Exhibit 99.1 hereto and is hereby incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(a) Financial statements of businesses acquired.

- Not Applicable

(b) Pro forma financial information.

- Not Applicable

(c) Exhibits.

99.1 Press release, dated March 1, 2001, issued by FleetBoston Financial Corporation.

SIGNATURE

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

FLEETBOSTON FINANCIAL CORPORATION

By: /s/ William C. Mutterperl

Name: William C. Mutterperl
Title: Executive Vice President, General
Counsel and Secretary

Date: March 1, 2001

EXHIBIT INDEX

99.1 Press release, dated March 1, 2001, issued by FleetBoston Financial Corporation.