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GLACIER BANCORP INC
Form POS AM
November 22, 2005

As filed with the Securities and Exchange Commission on November 22, 2005

Registration No. 333-122243

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM S-4

POST EFFECTIVE AMENDMENT NO. 1

TO

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

GLACIER BANCORP, INC.

(Exact name of registrant as specified in its charter)

MONTANA
(State or other jurisdiction of
incorporation or organization)

6022
(Primary standard industrial
classification code number)

81-0579541
(I.R.S. employer
identification no.)

49 COMMONS LOOP, KALISPELL, MONTANA 59901 (406) 756-4200
(Address, including zip code, and telephone number,
including area code, of registrant's principal executive offices)

MICHAEL J. BLODNICK
President and Chief Executive Officer
49 Commons Loop
Kalispell, Montana 59901
(406) 756-4200

(Name, address, including zip code, and telephone number,
including area code, of agent for service)

Copies of communications to:

KIMBERLY F. STEPHAN, ESQ.
BART E. BARTHOLDT, ESQ.

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Graham & Dunn P.C.
Pier 70, 2801 Alaskan Way, Suite 300
Seattle, Washington 98121

DEREGISTRATION OF UNISSUED SECURITIES

The Registration Statement of Glacier Bancorp, Inc. ("Glacier") on Form S-4 declared effective on February 15, 2005, Commission File No. 333-122243 (the "Registration Statement"), provided for the issuance of up to 323,584 shares of Glacier's common stock.

These securities were registered for issuance in accordance with the Plan and Agreement of Merger to acquire Citizens Bank Holding Company dated December 15, 2004, (the "Agreement") described in the Registration Statement. Pursuant to the exchange formula in the Agreement and unexercised stock options, 282,750 shares of Glacier's common stock were exchanged, leaving 40,834 shares registered but unissued. No further securities are to be exchanged pursuant to the Agreement. Accordingly, Glacier hereby deregisters 40,834 shares not exchanged pursuant to the Agreement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this Post-Effective Amendment No. 1 to this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Kalispell, State of Montana, on November 21, 2005.

GLACIER BANCORP, INC.
(Issuer)

By: /s/ Michael J. Blodnick

Michael J. Blodnick
President and Chief Executive
Officer

Pursuant to the requirements of the Securities Act of 1933, this Post Effective Amendment No. 1 to the registration statement has been signed by the following persons in the capacities indicated on this 21 day of November 2005.

SIGNATURE

TITLE

PRINCIPAL EXECUTIVE OFFICER

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/s/ Michael J. Blodnick

Michael J. Blodnick

President and Chief
Executive Officer, Director

PRINCIPAL FINANCIAL OFFICER

/s/ James H. Strosahl

James H. Strosahl

Executive Vice President and
Chief Financial Officer
(Principal Accounting Officer)

* A Majority of the Board of Directors

John S. MacMillan
William L. Bouchee
James M. English
Jon W. Hippler
L. Peter Larson
Everit A Sliter

*By: /s/ Michael J. Blodnick

Michael J. Blodnick
(Attorney-in-Fact and Designated
Agent for Service)