

COLONIAL BANCGROUP INC
 Form 4
 November 09, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Hill Patti G

2. Issuer Name and Ticker or Trading Symbol
 COLONIAL BANCGROUP INC [CNB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 7257 BRISBANE PLACE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/08/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Operating Officer

MONTGOMERY, AL 36117

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/08/2007		M	V	2,000	A	\$ 11.75 95,567 D
Common Stock	11/08/2007		J ⁽⁹⁾	V	1,267	A	\$ 23.37 96,834 D <u>(10)</u>
Common Stock	11/08/2007		J ⁽¹¹⁾	V	8,103	A	\$ 26.57 104,937 D <u>(12)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Underlying Securities (Instr. 3 and 4)
Incentive Stock Option (right to buy)	\$ 21.41					12/30/2005 ⁽¹⁾ 12/30/2014	Common Stock	1
Incentive Stock Option (right to buy)	\$ 10.5					12/30/2000 ⁽²⁾ 12/30/2009	Common Stock	2
Incentive Stock Option (right to buy)	\$ 12.54					06/18/2001 06/18/2011	Common Stock	2
Incentive Stock Option (right to buy)	\$ 14.81					12/28/2002 ⁽³⁾ 12/28/2011	Common Stock	5
Incentive Stock Option (right to buy)	\$ 11.75					12/30/2007 12/30/2012	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 11.75	11/08/2007		M	2,000	12/30/2003 ⁽⁴⁾ 12/30/2012	Common Stock	4
Incentive Stock Option (right to buy)	\$ 17.28					12/23/2004 ⁽⁵⁾ 12/23/2013	Common Stock	5
Incentive Stock Option (right to buy)	\$ 25.4					04/18/2007 ⁽⁶⁾ 04/18/2016	Common Stock	1
Non Qualified Stock Option (right to buy)	\$ 25.4					04/18/2007 ⁽⁷⁾ 04/18/2016	Common Stock	2
	\$ 25.81					01/16/2008 ⁽⁸⁾ 01/16/2017		2

Non Qualified
Stock Option
(right to buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hill Patti G 7257 BRISBANE PLACE MONTGOMERY, AL 36117			Chief Operating Officer	

Signatures

/s/ Patti G. Hill 11/09/2007

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (20% vested)
- (2) Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (100% vested)
- (3) Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (80% vested)
- (4) Options vest in 4 equal installments, 25% annually beginning one year from the date of grant. (75% vested)
- (5) Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (40% vested)
- (6) 1,105 options will vest on 4/18/2007. 1,570 options will vest on 4/18/2008. 2,251 options will vest on 4/18/2009. The remaining 7,874 options will vest in two equal installments annually beginning on the fourth anniversary of the grant date.
- (7) 6,171 options will vest on 4/18/2007. 5,706 options will vest on 4/18/2008. 5,025 options will vest on 4/18/2009. The remaining 6,678 options will vest in two equal installments, annually, beginning on the fourth anniversary of the grant date.
- (8) Options vest in 5 equal installments, 20% annually beginning one year from the date of grant. (0% vested)
- (9) Shares acquired through the Colonial BancGroup, Inc. Dividend Reinvestment Plan.
- (10) Average purchase price of DRIP shares issued throughout the year.
- (11) Shares issued through the Colonial BancGroup, Inc. 401K Retirement Plan.
- (12) Average purchase price of 401K shares issued throughout the year.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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