

SILICON VALLEY BANCSHARES  
Form 8-K  
October 25, 2004

**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): **October 25, 2004**

**Silicon Valley Bancshares**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-15637**  
(Commission File Number)

**91-1962278**  
(I.R.S. Employer Identification  
No.)

**3003 Tasman Drive, Santa Clara, CA 95054-1191**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(408) 654-7400**

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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.142-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4© under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01

**Regulation FD Disclosure.**

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On October 25, 2004, Silicon Valley Bancshares (the "Company") announced to its employees that it will be decreasing the number of stock options to be granted to its employees. The Company's management anticipates that this proposal will decrease the number of options granted each year by approximately 40 percent compared to the number of grants made in 2003. In addition, the Company indicated that it may consider substituting options with other forms of equity compensation, such as restricted stock grants, at a future date.

**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.

Date: October 25, 2004

**SILICON VALLEY BANCSHARES**

By: /s/ DEREK WITTE

Name: Derek Witte

Title: General Counsel

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