

ZIONS BANCORPORATION /UT/  
Form 8-K  
May 27, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 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): May 26, 2011**

**ZIONS BANCORPORATION**

(Exact Name of Registrant as Specified in its Charter)

**Utah**  
(State or Other Jurisdiction  
of Incorporation)

**001-12307**  
(Commission  
File Number)

**87-0227400**  
(IRS Employer  
Identification No.)

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**One South Main, 15<sup>th</sup> Floor**

**Salt Lake City, Utah**  
(Address of Principal Executive Office)

**84133**  
(Zip Code)

**(801) 524-4787**

(Registrant's telephone number, including area code)

N/A

(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:

- .. 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))

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

Zions Bancorporation (the Company ) hereby incorporates the Exhibit to this Current Report on Form 8-K, relating to the issuance and sale by the Company of its common stock under its Amended and Restated Dividend Reinvestment and Common Stock Purchase Plan, by reference into the Company's Registration Statement on Form S-3 (No. 333-173299) as supplemented by the Prospectus Supplement dated May 26, 2011.

- 5.1 Opinion of Callister Nebeker & McCullough.
- 23.1 Consent of Callister Nebeker & McCullough (included in Exhibit 5.1).

**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.

Zions Bancorporation

Date: May 26, 2011

By: /s/ Thomas E. Laursen  
Thomas E. Laursen  
Executive Vice President and  
General Counsel

**EXHIBIT INDEX**

| Exhibit No. | Description  |
|-------------|--|
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