

GLACIER BANCORP INC

Form 4/A

August 14, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FETSCHER ALLEN J

(Last) (First) (Middle)

49 COMMONS LOOP

(Street)

KALISPELL, MT 59901

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

GLACIER BANCORP INC [GBCI]

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

08/08/2008

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

08/11/2008

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/08/2008		S	10,000 D	\$ 21.8 74,697	D	
Common Stock	08/08/2008		S	10,000 D	\$ 21.82 108,566	I	Family corporation
Common Stock					79,224	I	Wife
Common Stock					68,477	I	Trustee for children

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

**Persons who respond to the collection of
information contained in this form are not**

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 Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
				Code	V	(A)	(D)	Amount or Number of Shares
Stock Option (right to buy)	\$ 13.37					07/28/2004	01/28/2009	Common Stock 3,516
Stock Option (right to buy)	\$ 16.67					07/26/2005	01/26/2010	Common Stock 3,722
Stock Option (right to buy)	\$ 20.96					07/25/2006	01/25/2011	Common Stock 3,750
Stock Option (right to buy)	\$ 23.47					07/30/2007	01/31/2012	Common Stock 2,500
Stock Option (right to buy)	\$ 18.19					07/30/2008	01/30/2013	Common Stock 1,875

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X			

FETSCHER ALLEN J
49 COMMONS LOOP
KALISPELL, MT 59901

Signatures

LeeAnn Wardinsky on behalf of Allen J.
Fetscher

08/14/2008

__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).

Remarks:

Amends amount of securities owned after transaction.

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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