GOLD BANC CORP INC

Form 4 April 04, 2006

FORM 4

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

OMB Number: 3235-0287

Estimated average

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OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Section 16. Form 4 or Form 5 obligations may continue.

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

response... 0.5

1(b).

(Print or Type Responses)

See Instruction

LISTER TED J JR			2. Issuer Name and Ticker or Trading Symbol GOLD BANC CORP INC [GLDB]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Earliest Tra		[OLI	נטט	(Chee	ck all applicable	:)
11301 NALI	L AVENUE		(Month/Da 04/01/20	-				Director _X Officer (giv below) Sr Vic		Owner er (specify
LEAWOOD	(Street)			ndment, Dat h/Day/Year)	Č			6. Individual or J Applicable Line) _X_ Form filed by Form filed by I Person	•	erson
(City)	(State)	(Zip)	Table	I - Non-Do	erivative S	ecurit	ies Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securitin(A) or Dis (D) (Instr. 3, 4)	sposed	of	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	04/01/2006			D	15,032	D	(1)	0	D	

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 required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

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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. Transactic Code (Instr. 8)	Transaction Derivative Code Securities		6. Date Exerc Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 11.03	04/01/2006		D		5,000	<u>(2)</u>	07/23/2013	Common Stock	5,000	
Stock Option	\$ 7.06	04/01/2006		D		5,000	<u>(3)</u>	01/25/2012	Common Stock	5,000	
Stock Option	\$ 7.6	04/01/2006		D		1,000	<u>(4)</u>	11/08/2011	Common Stock	1,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Hume / Huuress	

Director 10% Owner Officer Other

LISTER TED J JR 11301 NALL AVENUE LEAWOOD, KS 66211

Sr Vice President - HR

Signatures

Ted J. Lister 04/04/2006

**Signature of Date
Reporting Person

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) Disposed of pursuant to merger agreement between issuer and Marshall & Ilsley Corporation ("M&I") in exchange for 5,375 shares of M&I common stock having a market value of \$43.96 per share on the effective date of the merger.
- (2) This option, which provided for vesting in five equal annual installments beginning on July 23, 2004, was assumed by M&I in the merger and replaced with an option to purchase 2,104 shares of M&I common stock for \$26.21 per share.
- (3) This option, which provided for vesting in five equal annual installments beginning on Jan. 25, 2003, was assumed by M&I in the merger and replaced with an option to purchase 2,104 shares of M&I common stock for \$16.78 per share.
- (4) This option, which provided for vesting in five equal annual installments beginning on Nov. 8, 2002, was assumed by M&I in the merger and replaced with an option to purchase 421 shares of M&I common stock for \$18.05 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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