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BANK ONE CORP
Form 8-A12B
October 03, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

BANK ONE Capital VI
BANK ONE CORPORATION

(Exact name of registrant as specified in their charter)

Delaware
Delaware

APPLIED FOR
31-0738296

(State of Incorporation or Organization)

(I.R.S. Employer Identification No.)

BANK ONE CORPORATION
1 Bank One Plaza
Chicago, Illinois

60670

(Address of principal executive offices)

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange on which
Each Class is to be Registered

7.20% Preferred Securities
issued by BANK ONE
Capital VI (and the
Guarantee by BANK
ONE CORPORATION
with respect thereto)

New York Stock Exchange

If this Form relates to the registration of a class of securities pursuant to
Section 12(b) of the Exchange Act and is effective pursuant to General
Instruction A.(c), please check the following box [X].

If this Form relates to the registration of a class of securities pursuant to
Section 12(g) of the Exchange Act and is effective pursuant to General
Instruction A.(d), please check the following box [].

Securities to be registered pursuant to Section 12(g) of the Act:

None

(Title of Class)

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INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

The class of securities to be registered hereby consist of the 7.20% Preferred Securities (the "Preferred Securities"), representing undivided beneficial interests in the assets of BANK ONE Capital VI, a statutory business trust created under the laws of the State of Delaware (the "Trust"), together with the Preferred Securities Guarantee (the "Guarantee") by BANK ONE CORPORATION (the "Company"), a Delaware corporation, in favor of the holders of the Preferred Securities.

For a description of the Preferred Securities, reference is made to the information set forth in the prospectus dated October 11, 2000, under the heading "Description of the Preferred Securities" and "Description of Preferred Securities Guarantees" and the information set forth in the prospectus supplement dated September 20, 2001 under the headings "Description of the Preferred Securities," "Description of Preferred Securities Guarantee" and "Effect of Obligations Under the Junior Subordinated Debt Securities and the Preferred Securities Guarantee" filed with the Securities and Exchange Commission (the "Commission") pursuant to Rule 424(b) on September 24, 2001, which descriptions are incorporated herein by reference. The prospectus and prospectus supplement constitute part of the Registration Statement on Form S-3 (File No. 333-47022) filed by the Company and the Trust with the Commission. Definitive copies of the prospectus and the prospectus supplement describing the terms of the Preferred Securities have been filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, and are incorporated by reference into this Registration Statement on Form 8-A.

Item 2. Exhibits.

- 2.1 Certificate of Trust of BANK ONE Capital VI (incorporated herein by reference to Exhibit 4.11 to the Company's Registration Statement on Form S-3 (File No. 333-47022)).
- 2.2 Amended and Restated Declaration of Trust dated as of September 28, 2001 used in connection with the issuance of the Preferred Securities (incorporated herein by reference to Exhibit 4.33 to the Company's Current Report on Form 8-K dated September 28, 2001).
- 2.3 Indenture for Junior Subordinated Debt Securities, between the Company and The Chase Manhattan Bank, as Trustee (the "Indenture") (incorporated herein by reference to Exhibit 4(d) to the First Chicago NBD Corporation's Registration Statement on Form S-3 (File No. 333-15649)).
- 2.4 Eighth Supplemental Indenture to the Indenture, dated as of September 28, 2001 (incorporated herein by reference to Exhibit 4.32 to the Company's Current Report on Form 8-K dated September 28, 2001).
- 2.5 Form of Preferred Security (included in Exhibit 2.2).
- 2.6 Preferred Securities Guarantee Agreement, dated as of September 28, 2001 (incorporated herein by reference to Exhibit 4.34 to the Company's Current Report on Form 8-K dated September 28, 2001).

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SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrants have duly caused this registration statement to be signed on their behalf by the undersigned, thereto duly authorized.

BANK ONE CAPITAL VI

By /s/ Harry H. Hallowell

Name: Harry H. Hallowell

Title: Regular Trustee

By /s/ Michael J. Cavanagh

Name: Michael J. Cavanagh

Title: Regular Trustee

By /s/ Laurence Goldman

Name: Laurence Goldman

Title: Regular Trustee

BANK ONE CORPORATION,

Sponsor of the registrant and Guarantor
under the Preferred Securities
Guarantee

By /s/ Michael J. Cavanagh

Name: Michael J. Cavanagh

Title: Treasurer

Dated: October 3, 2001