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SCBT FINANCIAL CORP
Form 8-K
April 13, 2005

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) April 7, 2005

SCBT FINANCIAL CORPORATION

(Exact Name of Registrant as Specified in Charter)

| | | |
|---|-----------------------------|--------------------------------------|
| South Carolina | 001-12669 | 57-079935 |
| ----- | ----- | ----- |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|--|------------|
| 520 Gervais Street, Columbia, SC | 29201-3046 |
| ----- | ----- |
| (Address of Principal Executive Offices) | (Zip Code) |

Registrant's telephone number, including area code (800) 277-2175

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):

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. 1.01. Entry into a Material Definitive Agreement.

SCBT Financial Corporation, a bank holding company whose leading bank subsidiary is South Carolina Bank and Trust, N.A., established two new Delaware trust subsidiaries, SCBT Capital Trust I and SCBT Capital Trust II, which completed the sale of an aggregate \$20,000,000 of Preferred Securities on April

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7, 2005. SCBT Capital Trust I issued \$12,000,000 in trust preferred securities at a rate equal to the 3-month LIBOR rate plus a spread. The LIBOR rate, which adjusts quarterly, is currently 3.12313% per annum. SCBT Capital Trust II issued \$8,000,000 in trust preferred securities at a rate fixed for the first five years at 6.37%, and thereafter at a rate equal to the 3-month LIBOR rate plus a spread. The trust preferred securities mature in 30 years, and can be called without penalty on or after June 30, 2010. The Forms of the Capital Security Certificates and the Common Security Certificates are included as Exhibits A-1 and A-2, respectively in the Amended and Restated Declarations of Trust, attached hereto as Exhibits 10.3 and 10.6.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits. Copies of the Indentures, the Guarantee Agreements and the Amended and Restated Declarations of Trust relating to the trust preferred issuances by SCBT Capital Trust I and SCBT Capital Trust II are attached hereto as Exhibits.

| Exhibit No. | Description |
|-------------|---|
| ----- | ----- |
| 10.1 | Indenture between SCBT Financial Corporation and Wilmington Trust company, as Trustee, including the form of the Junior Subordinated Debenture, attached as Exhibit A. |
| 10.2 | Guarantee Agreement between SCBT Financial Corporation and Wilmington Trust Company. |
| 10.3 | Amended and Restated Declaration of Trust among SCBT Financial Corporation, as Sponsor, Wilmington Trust Company, as Institutional Trustee, Wilmington Trust Company, as Delaware Trustee, and the Administrators Named therein, including exhibits containing the related forms of the SCBT Capital Trust I Common Securities Certificate and the Preferred Securities Certificate. |
| 10.4 | Indenture between SCBT Financial Corporation and Wilmington Trust company, as Trustee, including the form of the Junior Subordinated Debenture, attached as Exhibit A. |
| 10.5 | Guarantee Agreement between SCBT Financial Corporation and Wilmington Trust Company. |
| 10.6 | Amended and Restated Declaration of Trust among SCBT Financial Corporation, as Sponsor, Wilmington Trust Company, as Institutional Trustee, Wilmington Trust Company, as Delaware Trustee, and the Administrators Named therein, including exhibits containing the related forms of the SCBT Capital Trust II Common Securities Certificate and the Preferred Securities Certificate. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934,

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the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SCBT FINANCIAL CORPORATION

/s/ Richard C. Mathis

Richard C. Mathis
Executive Vice President and
Chief Financial Officer

Date: April 13, 2005

INDEX TO EXHIBITS

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