

BERKSHIRE HILLS BANCORP INC

Form 8-K

May 12, 2009

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 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 12, 2009  
BERKSHIRE HILLS BANCORP, INC.  
(Exact Name of Registrant as Specified in its Charter)**

|   |                       |   |
|---|-----------------------|---|
| Delaware  | 0-51584               | 04-3510455                              |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission File No.) | (I.R.S. Employer<br>Identification No.) |

|  |            |
|--|------------|
| 24 North Street, Pittsfield, Massachusetts | 01201      |
| (Address of Principal Executive Offices)   | (Zip Code) |

Registrant's telephone number, including area code: (413) 443-5601  
Not Applicable

(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 (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))
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**Item 8.01 Other Events**

On May 12, 2009, Berkshire Hills Bancorp, Inc. (the Company ), issued a press release announcing the pricing of the Company s underwritten public offering of approximately 1.4 million shares of common stock, par value \$0.01 per share, at a price of \$21.50 per share. Gross proceeds will be approximately \$30.1 million, exclusive of any underwriter over-allotment option.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

Exhibit Description

99.1 Press Release, dated May 12, 2009

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**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.

**Berkshire Hills Bancorp, Inc.**

Date: May 12, 2009

By: /s/ Kevin P. Riley  
Kevin P. Riley,  
Executive Vice President and Chief  
Financial Officer