

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
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|  |         |          |  |  |   |   |
|--|---------|----------|--|--|---|---|
| 1. Name and Address of Reporting Person*<br><b>HIPPLER JON W</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>GLACIER BANCORP INC [ GBCI ]</b> |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |   |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>01/28/2004</b>              |  |   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |
| <b>49 COMMONS LOOP</b>   |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           |  |   |   |
| (Street)<br><b>KALISPELL MT 59901</b>                            |         |          |  |  |   |   |
| (City) (State) (Zip)   |         |          |  |  |   |   |

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price |   |  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  |
| Option                                     | \$8.119  |                                      |  |                                |   |  |     | 05/14/1997   | 05/14/2007      | Common Stock  | 4,711                                      | 4,711  | D   |  |
| Option                                     | \$8.278  |                                      |  |                                |   |  |     | 02/20/1998   | 02/20/2008      | Common Stock  | 9,424                                      | 14,135   | D   |  |
| Option                                     | \$10.192   |                                      |  |                                |   |  |     | 04/17/1998   | 04/17/2008      | Common Stock  | 4,711                                      | 18,846   | D   |  |
| Option                                     | \$14.006   |                                      |  |                                |   |  |     | 05/19/1999   | 05/19/2009      | Common Stock  | 2,142                                      | 20,988   | D   |  |
| Option                                     | \$12.711   |                                      |  |                                |   |  |     | 02/07/2002   | 02/07/2005      | Common Stock  | 2,138                                      | 23,126   | D   |  |
| Option                                     | \$12.332   |                                      |  |                                |   |  |     | 01/31/2003   | 01/31/2006      | Common Stock  | 2,071                                      | 25,197   | D   |  |
| Option                                     | \$15.909   |                                      |  |                                |   |  |     | 11/20/2003   | 11/20/2006      | Common Stock  | 5,500                                      | 30,697   | D   |  |
| Option                                     | \$19.9   |                                      |  |                                |   |  |     | 01/30/2004   | 01/30/2007      | Common Stock  | 2,915                                      | 33,612   | D   |  |
| Option                                     | \$22.136   |                                      |  |                                |   |  |     | 01/29/2005   | 01/29/2008      | Common Stock  | 3,300                                      | 36,912   | D   |  |
| Option                                     | \$31.725   |                                      |  |                                |   |  |     | 01/28/2006   | 01/28/2009      | Common Stock  | 3,000                                      | 39,912   | D   |  |

Explanation of Responses:

Remarks:

/s/ Michael J. Blodnick on behalf of Jon W. Hippler 01/30/2004

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.