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BANCFIRST CORP /OK/
Form 8-K
March 25, 2004

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: March 24, 2004

BancFirst Corporation

Oklahoma
(State of incorporation)

000-14384
(Commission File Number)

73-1221379
(I.R.S. Employer
Identification No.)

101 N. Broadway, Oklahoma City, OK
(Address of principal executive offices)

73102
(Zip Code)

Issuer's telephone number: (405) 270-1086

Item 5. Other Events and Regulation FD Disclosure

On March 24, 2004, BancFirst Corporation (the "Company") announced the closing of the sale of an additional \$1 million of 7.20% Cumulative Trust Preferred Securities. The additional issuance increased the total public offering amount to \$26 million. The trust preferred securities were offered by the Company's wholly-owned subsidiary, BFC Capital Trust II (the "Trust"). The Trust's sole assets are the junior subordinated interest debentures issued by the Company in connection with the issuance of the trust preferred securities.

The trust preferred securities of BFC Capital Trust II have a distribution rate of 7.20%, with each share having a liquidation value of \$25. The preferred securities are listed on the Nasdaq National Market under the symbol "BANFP." Advest, Inc. and Howe Barnes Investments, Inc. acted as managing underwriters for the offering with Advest, Inc. acting as lead managing underwriter.

Item 7(c): Exhibits

Exhibit 4.1 First Amendment to Amended and Restated Trust Agreement

Exhibit 99.1 Press Release

Signatures

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

REGISTRANT:

BANCFIRST CORPORATION

Date: March 24, 2004

By: /s/ Joe T. Shockley, Jr.

Joe T. Shockley, Jr.,
Executive Vice President and
Chief Financial Officer

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|---|
| 4.1 | First Amendment to Amended and Restated Trust Agreement |
| 99.1 | Press Release dated March 24, 2004. |