

WASHINGTON MUTUAL INC  
Form 8-K  
March 24, 2004

# 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): **March 17, 2004**

### WASHINGTON MUTUAL, INC.

(Exact name of registrant as specified in its charter)

**Washington**  
(State or Other Jurisdiction  
of Incorporation)

**1-14667**  
(Commission  
File Number)

**91-1653725**  
(I.R.S. Employer  
Identification Number)

**1201 Third Avenue**  
**Seattle, Washington 98101**  
(Address of principal executive office)

**(206) 461-2000**  
(Registrant's telephone number including area code)

**Item 7. Financial Statements, Pro Forma Financial Information and Exhibits**

(c) Exhibits.

The exhibits listed in the accompanying Index to Exhibits relate to the Registration Statement on Form S-3 (No. 333-109921) of the Registrant and are filed herewith for incorporation by reference in such Registration Statement.

| <b>Exhibit</b> | <b>Description</b>   |
|----------------|--|
| 1.1            | Underwriting Agreement dated March 17, 2004  |
| 4.1            | Form of Note for Washington Mutual's 4.625% Subordinated Notes due 2014  |
| 4.2            | Second Supplemental Indenture dated as of March 16, 2004 to the Subordinated Debt Securities Indenture between Washington Mutual, Inc. and The Bank of New York, as Trustee, dated as of April 4, 2000 |
| 5.1            | Opinion of Heller Ehrman White & McAuliffe LLP   |

**SIGNATURE**

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.

Dated: March 23, 2004

WASHINGTON MUTUAL, INC.

By: /s/ Fay L. Chapman  
Name: Fay L. Chapman  
Title: Senior Executive Vice President