US BANCORP \DE\ Form DEFA14A March 26, 2004

> UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON D.C. 20549

> > SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant [X] Filed by a Party other than the Registrant []

Check the appropriate box:

[] Preliminary Proxy Statement

- [] Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- [] Definitive Proxy Statement
- [] Definitive Floxy Statement
- [X] Definitive Additional Materials
- [] Soliciting Material Pursuant toss.240.14a-12

U.S. BANCORP

(Name of Registrant as Specified In Its Charter)

_____ (Name of Person(s) Filing Proxy Statement, if other than the Registrant) Payment of Filing Fee (Check the appropriate box): [X] No fee required. [] Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11. 1) Title of each class of securities to which transaction applies: _____ 2) Aggregate number of securities to which transaction applies: _____ 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): _____ 4) Proposed maximum aggregate value of transaction: _____ 5) Total fee paid: _____ _____

[] Fee paid previously with preliminary materials.

[] Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

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3) Filing Party:
4) Date Filed:

EXHIBIT INDEX

Each of the exhibits hereto may be deemed "soliciting materials" within the meaning of the Securities Exchange Act of 1934, as amended (the "Act"), and the regulations of the Securities and Exchange Commission issued thereunder. Some of the statements in the exhibits constitute forward-looking statements within the meaning of Section 21E of the Act. Actual results may differ materially from the results implied by these forward-looking statements depending on a variety of factors including those identified in our filings with the Securities and Exchange Commission. We undertake no responsibility to update those statements.

EXHIBIT

- 99.1 Form of letter sent to certain stockholders of the registrant beginning March 26, 2004.
- 99.2 Presentation materials provided to certain stockholders of the registrant beginning March 26, 2004.