### Edgar Filing: UMPQUA HOLDINGS CORP - Form 4

#### **UMPQUA HOLDINGS CORP**

Form 4 April 25, 2014

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 See Instruction

0.5

**OMB APPROVAL** 

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * FARNSWORTH RON L			2. Issuer Name <b>and</b> Ticker or Trading Symbol UMPQUA HOLDINGS CORP [UMPQ]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)  ONE SW CO SUITE 1200	(First) LUMBIA ST	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/24/2014	Director 10% Owner X Officer (give title Other (specify below) EVP/CFO		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
PORTLAND, OR 97258				Form filed by More than One Reporting Person		

(City)	(State) (	Zip) Table	e I - Non-D	erivative S	ecurit	ties Acq	quired, Disposed	of, or Beneficial	ly 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 tion(A) or Disposed of (D)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	04/24/2014		A	30,000 (1)	A	\$ 0	147,000	D	
Common Stock	04/24/2014		J	9	A	<u>(2)</u>	1,144 (3)	I	by 401(k)
Common Stock							4,179	I	by IRA
Common Stock							2,274	I	by Spouse IRA

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

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SEC 1474 (9-02)

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year	-		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha	
Non-Qualified Stock Option (right to buy)	\$ 11.89					02/05/2011(4)	02/05/2020	Common Stock	8,00	
Non-Qualified Stock Option (right to buy)	\$ 22.94					04/19/2006(5)	04/19/2015	Common Stock	10,00	
Non-Qualified Stock Option (right to buy)	\$ 23.49					01/20/2006(5)	01/20/2015	Common Stock	2,50	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

FARNSWORTH RON L

ONE SW COLUMBIA STREET, SUITE 1200 EVP/CFO

PORTLAND, OR 97258

# **Signatures**

By: Steven L. Philpott, Attorney-in-Fact For: Ron 04/25/2014 Farnsworth

> \*\*Signature of Reporting Person Date

2 Reporting Owners

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# **Explanation of Responses:**

- \* 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).
- (1) RSA granted 04/24/14. The grant vests, if at all, on April 18, 2016 based on achievement of an OEPS accretion goal, as certified by the Issuer's Compensation Committee.
- (2) Not required.
- (3) Holdings reported include shares acquired in the 401(k)/Profit Sharing plan through dividend reinvestment, payroll deferrals and/or employer contributions.
- (4) Option granted 2/5/10. Beginning on the first anniversary of the grant date, the options vest 20% per year for five years.
- (5) All options are fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.