MILLER DIANE D Form 4 May 14, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

Expires:

January 31, 2005

Estimated average burden hours per

response... 0.5

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

Check this box

obligations may continue. See Instruction

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

1(b).

(City)

Common

Stock

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person * MILLER DIANE D		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 CC SUITE 1200	(First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/14/2013	_X_ Director 10% Owner Officer (give title below) — Other (specify below)			
	(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			

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	nAcquired (A) or		Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed	of (D	))	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			$\alpha$ 1 $\alpha$	A	or	ъ.	(Instr. 3 and 4)		
			Code V	Amount	(D)	Price			
Common	05/14/2013		Ţ	42	Α	(1)	5,328 (2)	D	
Stock	03/14/2013		J	72	11	<u> </u>	3,320 <u></u>	D	
Common									by
Stock	05/14/2013		J	2,049	A	<u>(1)</u>	$27,591 \frac{(3)}{}$	I	Deferred
Stock									Comp Pln
									*

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

Ι

2,125

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

by IRA

#### Edgar Filing: MILLER DIANE D - Form 4

required to respond unless the form displays a currently valid OMB control number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title o	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		Or		
						Exercisable Da	Date				
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MILLER DIANE D
ONE SW COLUMBIA STREET, SUITE 1200 X
PORTLAND, OR 97258

## **Signatures**

By: Steven L. Philpott, Attorney in Fact For: Diane
Miller

05/14/2013

\*\*Signature of Reporting Person Date

## **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) Not required.
- (2) Holdings reported include shares acquired pursuant to a dividend reinvestment plan for this account.
- (3) Holdings reported include shares acquired pursuant to the Issuer's Director Compensation Plan.

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.

Reporting Owners 2