FARNSWORTH RON L

Form 4 April 22, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

Section 16.

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 30(n) of the Investment Comp

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person * FARNSWORTH RON L			2. Issuer Name and Ticker or Trading Symbol UMPQUA HOLDINGS CORP [UMPQ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 200 SW MAI 1900	00 SW MARKET STREET, SUITE		3. Date of Earliest Transaction (Month/Day/Year) 04/20/2005	Director 10% OwnerX Officer (give title Other (specify below) Principal Accounting Officer		
	(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 97201				Form filed by More than One Reporting Person		

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. SecuritonAcquired Disposed (Instr. 3,	(A) of (D))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock							500	D	
Class A Common Stock							580	I	By 401(k)
Class A Common Stock							2,500	I	By IRA
Class A							2,274	I	By Spouse

Edgar Filing: FARNSWORTH RON L - Form 4

Common IRA Stock

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transacti Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and 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
Stock Option (Right to Buy) - Granted 4/20/2005	\$ 22.94	04/20/2005		A	10,000	04/19/2006(1)	04/19/2015	Class A Common Stock	10,0
Stock Option (Right to Buy) - Granted 1/2/2002	\$ 13.34					01/02/2003(2)	01/02/2012	Class A Common Stock	1,50
Stock Option (Right to Buy) - Granted 1/21/2005	\$ 23.49					01/20/2006(1)	01/20/2015	Class A Common Stock	2,50
Stock Option (Right to Buy) - Granted 3/21/2000	\$ 5.7					03/21/2001(3)	03/21/2010	Class A Common Stock	882
	\$ 5.13					09/19/2005(4)	09/19/2010		12,6

Edgar Filing: FARNSWORTH RON L - Form 4

Stock Option (Right to Buy) -Granted 9/19/2000

Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FARNSWORTH RON L			Principal				
200 SW MARKET STREET, SUITE 1900			Accounting				
PORTLAND, OR 97201			Officer				

Signatures

By: by Steven L. Philpott - Attorney in Fact for

04/22/2005

**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) Beginning on the day before the first anniversary of the grant date, the options vest 20% per year for five years.
- (2) Beginning on the first anniversary of the grant date, the options vest 20% per year for five years.
- (3) All options are fully vested.
- (4) Five years after grant date, the option vests 100%.

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 3