**BANNER CORP** 

Form 4

September 29, 2005

Check this box

if no longer

Section 16.

Form 4 or

Form 5

subject to

#### FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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

**SECURITIES** 

1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* SIRMON GARY

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

BANNER CORP [BANR]

3. Date of Earliest Transaction

(Month/Day/Year) 09/27/2005

\_X\_\_ Director 10% Owner Officer (give title \_\_X\_ Other (specify

(Check all applicable)

below) below) Chairman of the Board

(Street)

10 SOUTH FIRST AVE

(First)

(Middle)

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

WALLA WALLA, WA 99362

|   |   |   |  |            |                              | r             | erson  |  |   |
|---|---|---|--|------------|------------------------------|---------------|--|--|---|
| (City)  | (State)                                 | (Zip) Tab   | le I - Non-                            | Derivativo | e Secu                       | rities Acqui  | red, Disposed of,  | or Beneficial  | y Owned   |
| 1.Title of<br>Security<br>(Instr. 3)                | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) |            | sed of<br>4 and<br>(A)<br>or |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock,<br>\$.01 par<br>value per<br>share | 09/27/2005                              |   | S <u>(1)</u>                           | 100        | D                            | \$<br>26.5301 | 239,025 (2)  | D  |   |
| Common<br>Stock,<br>\$.01 par<br>value per<br>share | 09/28/2005                              |   | S <u>(1)</u>                           | 100        | D                            | \$<br>26.2201 | 238,925 (2)  | D  |   |
| Common Stock,                                       | 09/29/2005                              |   | S(1)                                   | 100        | D                            | \$<br>25.8901 | 238,825 (2)  | D  |   |

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\$.01 par value per share

Common

Stock,

\$.01 par 09/29/2005

S(1) 100 \$ 25.96 238,725 (2) D D

value per share

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

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

| 1. Title of            | 2.                     | 3. Transaction Date |                  | 4.         | 5.             | 6. Date Exerc            |            | 7. Titl       |              | 8. Price of            | 9. Nu          |
|------------------------|------------------------|---------------------|------------------|------------|----------------|--------------------------|------------|---------------|--------------|------------------------|----------------|
| Derivative<br>Security | Conversion or Exercise | (Month/Day/Year)    | any              | Code       | orNumber<br>of | Expiration D (Month/Day/ |            | Amou<br>Under |              | Derivative<br>Security | Deriv<br>Secur |
| (Instr. 3)             | Price of               |                     | (Month/Day/Year) | (Instr. 8) | Derivative     | `                        | ,          | Securi        | , ,          | (Instr. 5)             | Bene           |
|                        | Derivative             |                     |                  |            | Securities     | 3                        |            | (Instr.       | 3 and 4)     |                        | Own            |
|                        | Security               |                     |                  |            | Acquired       |                          |            |               |              |                        | Follo          |
|                        |                        |                     |                  |            | (A) or         |                          |            |               |              |                        | Repo           |
|                        |                        |                     |                  |            | Disposed       |                          |            |               |              |                        | Trans          |
|                        |                        |                     |                  |            | of (D)         |                          |            |               |              |                        | (Instr         |
|                        |                        |                     |                  |            | (Instr. 3,     |                          |            |               |              |                        |                |
|                        |                        |                     |                  |            | 4, and 5)      |                          |            |               |              |                        |                |
|                        |                        |                     |                  |            |                |                          |            |               | Amount       |                        |                |
|                        |                        |                     |                  |            |                | Date                     | Expiration | Title         | or<br>Number |                        |                |
|                        |                        |                     |                  |            |                | Exercisable              | Date       |               | of           |                        |                |
|                        |                        |                     |                  | Code V     | (A) (D)        |                          |            |               | Shares       |                        |                |

## **Reporting Owners**

| Relationships |                  |                    |                            |  |  |  |
|---------------|------------------|--------------------|----------------------------|--|--|--|
| Director      | rector 10% Owner |                    | Other                      |  |  |  |
| X             |                  |                    | Chairman of the Board      |  |  |  |
|               |                  | Director 10% Owner | Director 10% Owner Officer |  |  |  |

# **Signatures**

/s/Gary Sirmon 09/29/2005 \*\*Signature of Date Reporting Person

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) Sale pursuant to a Rule 10b5-1 Trading Plan dated 7/15/05.
- (2) Includes direct ownership of 1,756 shares through IRA, 114,452 shares through Deferred Compensation Plan, 11,641 shares through Employee Stock Ownership Plan and 3,300 shares through Profit Sharing 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.