Edgar Filing: BANNER CORP - Form 4

DANNED CODI

Form 4 July 16, 2014											
								OMB A	OMB APPROVAL		
-	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287		
Check this if no longe subject to Section 16 Form 4 or	s box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005 average Irs per 0.5		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). 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											
(Print or Type R	esponses)										
ADAMS ROBERT D Symbol			r Name and Ticker or Trading ER CORP [BANR]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (Mi	iddle) 3. Date of	3. Date of Earliest Transaction			(Chec	ck all applicable	;)			
10 SOUTH FIRST AVE(Month/Da 07/15/20(Street)4. If Amen			nth/Day/Year) 15/2014			X_ Director 10% Owner Officer (give title Other (specify below) below)					
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
WALLA WA	ALLA, WA 99362	2					Form filed by N Person	More than One Re	eporting		
(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	ecuri	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5))	Securities Energically Owned	5. Ownership Form: Direct D) or indirect (I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				
Stock, \$.01 par value per share	07/15/2014		А	765 <u>(1)</u>	A	<u>(1)</u>	20,055 <u>(2)</u>	D			

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addre	SS	Relationships						
1 0	Director	10% Owner	Officer	Other				
ADAMS ROBERT D 10 SOUTH FIRST AVE WALLA WALLA, WA 9936	X 62							
Signatures								
/s/Robert D. Adams	07/16/2014							
**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) Represents award pursuant to 2014 Omnibus Incentive Plan; shares fully vest on April 21, 2015. These shares are subject to forfeiture and to limits on transferability until they vest.
- (2) Includes direct ownership of 328 shares through IRA and 13,143 shares through Deferred Compensation Plan. Also includes indirect ownership of 1,895 shares through a trust administered by Mr. Adams.

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.