

FARNSWORTH RON L
 Form 3
 March 30, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

1. Name and Address of Reporting Person *
 FARNWORTH RON L
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 03/08/2005

3. Issuer Name and Ticker or Trading Symbol
 UMPQUA HOLDINGS CORP [UMPQ]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Principal Accounting Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

200 SW MARKET STREET,
 SUITE 1900

(Street)

PORTLAND, OR 97201

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common Stock | 500 | D | À |
| Class A Common Stock | 580 ⁽¹⁾ | I | By 401(k) |
| Class A Common Stock | 2,500 | I | By IRA |
| Class A Common Stock | 2,274 | I | By Spouse IRA |

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

SEC 1473 (7-02)

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

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|-----------------|---|----------------------------|--|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Stock Option (Right to Buy) - Granted 1/2/2002 | 01/02/2003 ⁽²⁾ | 01/02/2012 | Class A Common Stock | 1,500 | \$ 13.34 | D | Â |
| Stock Option (Right to Buy) - Granted 1/21/2005 | 01/20/2006 ⁽²⁾ | 01/20/2015 | Class A Common Stock | 2,500 | \$ 23.49 | D | Â |
| Stock Option (Right to Buy) - Granted 3/21/2000 | 03/21/2001 ⁽³⁾ | 03/21/2010 | Class A Common Stock | 882 | \$ 5.7 | D | Â |
| Stock Option (Right to Buy) - Granted 9/19/2000 | 09/19/2005 ⁽⁴⁾ | 09/19/2010 | Class A Common Stock | 12,600 | \$ 5.13 | D | Â |

Reporting Owners

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

Signatures

By: by Steven L. Philpott - Attorney in Fact for 03/30/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Holdings reported include shares acquired in the 401(k)/Profit Sharing plan through dividend reinvestment, payroll deferrals and/or employer contributions.
- (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.