Edgar Filing: BANNER CORP - Form 4

BANNER Co Form 4												
July 31, 2007	1 /	~~.~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~						~~~~~~~~~~~		PPROVAL		
	UNITED	STATES		RITIES A shington			NGE	COMMISSIO	N OMB Number:	3235-02		
Check thi if no long subject to Section 1	F CHANGES IN BENEFICIAL OWNERSHIP (SECURITIES						Expires: Estimated burden hou	average	31,)05			
Form 5 obligation may cont	Form 4 orresponseForm 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,obligationsSection 17(a) of the Public Utility Holding Company Act of 1935 or Sectionsee Instruction30(h) of the Investment Company Act of 1940								(0.5		
(Print or Type F	Responses)											
1. Name and Address of Reporting Person <u>*</u> BUDKE GORDON E			2. Issuer Name and Ticker or Trading Symbol BANNER CORP [BANR]					5. Relationship of Reporting Person(s) to Issuer				
(Least)	(First)				-	-		(Ch	eck all applicabl	e)		
(Last) (First) (Middle) 10 SOUTH FIRST AVE			3. Date of Earliest Transaction (Month/Day/Year) 07/30/2007					X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person					
WALLA W	ALLA, WA 993	62						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivati	ve Securi	ities A	cquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Dispos (Instr. 2	ed (A) or ed of (D) 3, 4 and 5 (A) or		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)		
				Code V		. ,	Price					
Reminder: Rep	ort on a separate line	e for each cla	iss of sec	urities bene	Per info req disp	sons wh ormation uired to	o res cont respo	or indirectly. spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

	Derivative Security				 (A) or Disposed of (D) (Instr. 3, 4, and 5) 							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Phantom Stock Units <u>(1)</u>	\$ 30.66 (2)	07/30/2007	А		2,000		(3)	(3)	Common Stock	2,000	\$	

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
BUDKE GORDON E 10 SOUTH FIRST AVE WALLA WALLA, WA 99362	Х			
Signatures				

/s/Gordon E. 07/31/2007 Budke

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Award of phantom stock units under the Banner Corporation Long-Term Incentive Plan.
- Market price on July 30, 2007. Upon vesting, phantom stock units settle in cash at the value in excess of the value as of the grant date, (2)plus dividends.
- Award vests on July 30, 2012. Each unit will be settled on the director's separation from service, at a specified time or upon 60 months of (3) continuous service as determined by the director.

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.