

BANNER CORP
Form 4
January 30, 2017

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
JONES D MICHAEL

(Last) (First) (Middle)
10 SOUTH FIRST AVE
(Street)

WALLA WALLA, WA 99362

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BANNER CORP [BANR]

3. Date of Earliest Transaction
(Month/Day/Year)
01/30/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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	Amount	(A) or (D)	Price
Common Stock, \$.01 par value per share	01/30/2017		S		500	D	\$ 55.87
					24,253	(1)	D
Common Stock, \$.01 par value per share	01/30/2017		S		500	D	\$ 55.85
					23,753	(1)	D
Common Stock,	01/30/2017		S		366	D	\$ 55.84
					23,387	(1)	D

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Common Stock, \$0.01 par value per share	01/30/2017	S	500	D	\$ 55.86	22,887 <u>(1)</u>	D
Common Stock, \$0.01 par value per share	01/30/2017	S	2,455	D	\$ 55.92	20,432 <u>(1)</u>	D
Common Stock, \$0.01 par value per share	01/30/2017	S	2,900	D	\$ 55.95	17,532 <u>(1)</u>	D
Common Stock, \$0.01 par value per share	01/30/2017	S	100	D	\$ 55.94	17,432 <u>(1)</u>	D
Common Stock, \$0.01 par value per share	01/30/2017	S	2,179	D	\$ 55.93	15,253 <u>(1)</u>	D
Common Stock, \$0.01 par value per share	01/30/2017	S	100	D	\$ 55.9975	15,153 <u>(1)</u>	D
Common Stock, \$0.01 par value per share	01/30/2017	S	200	D	\$ 55.97	14,953 <u>(1)</u>	D
Common Stock, \$0.01 par value per share	01/30/2017	S	100	D	\$ 55.965	14,853 <u>(1)</u>	D
Common Stock, \$0.01 par	01/30/2017	S	100	D	\$ 55.96	14,753 <u>(1)</u>	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 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. Transaction Code (Instr. 8)	5. Number of 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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONES D MICHAEL 10 SOUTH FIRST AVE WALLA WALLA, WA 99362		X		

Signatures

/s/D. Michael
Jones 01/30/2017
 **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) Includes direct ownership of 344 shares through Deferred Compensation Plan and 595 shares through an IRA. Also includes direct ownership of 1,631 shares through a self-employment trust and indirect ownership of 142 shares as custodian for minors.

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.