

UMPQUA HOLDINGS CORP  
Form 8-K  
January 14, 2013

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934

Date of Report: January 9, 2013

(Date of earliest event reported)

**Umpqua Holdings Corporation**

(Exact Name of Registrant as Specified in Its Charter)

**OREGON**

(State or Other Jurisdiction of Incorporation or Organization)

**001-34624**

(Commission File Number)

**93-1261319**

(I.R.S. Employer Identification Number)

**One SW Columbia, Suite 1200**

**Portland, Oregon 97258**

(address of Principal Executive Offices)(Zip Code)

**(503) 727-4100**

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) Effective January 9, 2013, Umpqua Holdings Corporation entered into amendments to the Employment Agreements of executive officers Ron Farnsworth (Executive Vice President / Chief Financial Officer), Steven Philpott (Executive Vice President / General Counsel) and Neal McLaughlin (Executive Vice President / Treasurer). The amendments, among other things, extend the term of the Employment Agreements for each of the executive officers through December 31, 2018. A copy of the Form of Amendment to Employment Agreement is attached as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Form of Amendment to Employment Agreement

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UMPQUA HOLDINGS CORPORATION (Registrant)

By: /s/ Andrew H. Ognall

Dated: January 14, 2013

Andrew H. Ognall, Assistant Secretary

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