Edgar Filing: BANNER CORP - Form 4

DANNED CODD

Form 4											
February 2									OMB AP	PROVAL	
FORI	UNITED	STATES			AND EXC n, D.C. 205		IGE CON	MISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires: January 3 200 Estimated average burden hours per response 0		
	iona Pileu pu		ublic U	Jtility Ho		pany	Act of 19	ct of 1934, 35 or Section			
(Print or Type	e Responses)										
1. Name and Address of Reporting Person <u>*</u> SMITH MICHAEL MARION			2. Issuer Name and Ticker or Trading Symbol BANNER CORP [BANR]				>	Relationship of Reporting Person(s) to suer			
(Last)	(First)							(Check	all applicable)		
10 SOUTH FRIST AVE (Street)			3. Date of Earliest Transaction(Month/Day/Year)02/22/2017					X_Director 10% Owner Officer (give title Other (specify below)			
			4. If Amendment, Date Original Filed(Month/Day/Year)				Ap	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
WALLA	WALLA, WA 993	362					Per	Form filed by Mo			
(City)	(State)	(Zip)	Tal	ble I - Non-	-Derivative S	lecurit	ies Acquire	ed, Disposed of,	or Beneficially	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr. 3, 4 and 5)				Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
G				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4			
Common Stock, \$.01 par value per share (1)	02/22/2017			А	110.4954	A	\$ 59.3688	26,325 <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.

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 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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Tran (Inst
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	1	Relationships						
	Director	10% Owner	Officer	Other				
SMITH MICHAEL MARION 10 SOUTH FRIST AVE WALLA WALLA, WA 99362	Х							
Signatures								
/s/ Michael M.								
Smith 02	/23/2017							
<u>**</u> 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) Acquired pursuant to deferred compensation agreement; settled in stock at termination of service.
- (2) Includes direct ownership of 7,572 shares through Deferred Compensation Plan and 1,285 shares through an IRA. Also includes indirect ownership of 7,142 shares through a company controlled by Mr. Smith and 2,285 shares through spouse's IRA.

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.