

UMPQUA HOLDINGS CORP  
Form 8-K  
February 02, 2010

**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: February 2, 2010**

**(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)**

**000-25597**  
**(Commission File Number)**

**93-1261319**  
**(I.R.S. Employer**  
**Identification Number)**

**One SW Columbia Street, Suite 1200**

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**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))

**Item 8.01 Other Events**

On February 2, 2010, Umpqua Holdings Corporation (the Company) issued a press release announcing that it had commenced underwritten public offerings of \$215 million of shares of its common stock and depositary shares representing interests in its Series B common stock equivalent, which is a series of its preferred stock, that each offering is contingent upon completion of the other, that J.P. Morgan Securities Inc. is the sole book-running manager and underwriter for each offering and that the Company intends to grant the underwriter for each offering a 30-day option to purchase up to an additional 15% of the shares of common stock and depositary shares offered, as the case may be, to cover over-allotments, if any.

A copy of the press release is attached as Exhibit 99.1 to this Report, and is incorporated herein by reference in its entirety.

**Item 9.01 Financial Statements and Exhibits.**

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits.

99.1 Press Release dated February 2, 2010

**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)

Dated: February 2, 2010

By: /s/ **KENNETH E. ROBERTS**  
**Kenneth E. Roberts**

**Assistant Secretary**