UMPQUA HOLDINGS CORP
Form 5
January 25, 2007

FORM 5

OMB APPROVAL

OMB Number:	3235-0362
Expires:	January 31, 2005
Estimated average burden hours per response...	1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

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

ANNUAL 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

1. Name and Address of Reporting Person *
ANGELL RONALD F

(Last) (First) (Middle)

ONE SW COLUMBIA STREET, SUITE 1200

(Street)

PORTLAND,Â ORÂ 97258

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
UMPQUA HOLDINGS CORP [UMPQ]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Class A Common Stock	Â	Â	Â	Â	Â	Â	31,477 (1)	D	Â
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,459 (2)	I	By Deferred Comp Plan
Class A Common	Â	Â	Â	Â	Â	Â	74,293 (1)	I	By IRA

Stock									
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,360 (1)	I	By Spouse IRA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (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. P Der Sec (Ins
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	$ 7.76	Â	Â	Â	Â	Â	Â (3)	12/31/2007	Class A Common Stock	3,994	
Stock Option (Right to Buy)	$ 6.96	Â	Â	Â	Â	Â	Â (3)	12/31/2008	Class A Common Stock	3,630	
Stock Option (Right to Buy)	$ 10.85	Â	Â	Â	Â	Â	Â (3)	09/23/2009	Class A Common Stock	1,884	
Stock Option (Right to Buy)	$ 8.78	Â	Â	Â	Â	Â	Â (3)	12/31/2009	Class A Common Stock	1,452	
Stock Option (Right to Buy)	$ 9.47	Â	Â	Â	Â	Â	Â (3)	03/29/2010	Class A Common Stock	5,928	
Stock Option	$ 7.2	Â	Â	Â	Â	Â	Â (3)	03/23/2011	Class A Common	1,320	

(Right to Buy)									Stock	
Stock Option (Right to Buy)	$ 14.65	Â	Â	Â	Â	Â	Â (3)	06/26/2013	Class A Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANGELL RONALD F ONE SW COLUMBIA STREET, SUITE 1200 PORTLAND, Â ORÂ 97258	Â X	Â	Â	Â

Signatures

By: by Steven L. Philpott - Attorney in Fact for	01/24/2007
**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) Change in form of ownership.

(2) Holdings reported include shares acquired pursuant to the Issuer's Director Compensation Plan.

(3) All options are fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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