GRESCOVICH MARK J

Form 4 March 09, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

3235-0287 Number: January 31,

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Check this box

Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of GRESCOVICH MA		2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
		BANNER CORP [BANR]	(Check all applicable)			
(Last) (First	st) (Middle)	3. Date of Earliest Transaction	(* * * * * * * * * * * * * * * * * * *			
10 SOUTH FIRST AVE.		(Month/Day/Year) 03/09/2018	Director 10% OwnerX_ Officer (give title Other (specification) below) President and CEO			
(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Ch			
WALLA WALLA,	WA 99362	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (Stat	te) (Zip)		. 1D. 16 D 6.110			

(City)	(State) (Z	Zip) Table	I - Non-De	erivative Se	ecurities	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, any		3. Transactio	4. Securiti onAcquired (Disposed ((A) or	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial
()		(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)		Owned Following Reported	Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
			Code V	Amount	or (D) Pri	Transaction(s) (Instr. 3 and 4)		
Common Stock, \$.01 par value per share	03/09/2018		D	9,480 (1)	D \$0	0 109,304	D	

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

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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	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Excicisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

GRESCOVICH MARK J 10 SOUTH FIRST AVE. WALLA WALLA, WA 99362

President and CEO

Signatures

/s/Mark J.

Grescovich 03/09/2018 **Signature of Date Reporting Person

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).
- The amount of shares reflects the forfeiture of 9,480 shares of restricted stock based on the results of the performance-based metrics of the restricted stock during the period from January 1, 2015 to December 31, 2017.

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.

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