STERLING FINANCIAL CORP /WA/

Form 4 June 12, 2013

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

Washington, D.C. 20549

January 31, Expires: 2005

Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per 0.5

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

response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHULTHEIS ANDREW J	2. Issuer Name and Ticker or Trading Symbol STERLING FINANCIAL CORP /WA/ [STSA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle) 111 NORTH WALL STREET	3. Date of Earliest Transaction (Month/Day/Year) 06/10/2013	Director 10% OwnerX_ Officer (give title Other (specify below) General Counsel		
(Street) SPOKANE, WA 99201	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
SPORAINE, WA 99201		Person		

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative S	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securiti on(A) or Dis (Instr. 3, 4)	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/10/2013		M	1,388	A	<u>(1)</u>	4,694	D	
Common Stock	06/10/2013		F	380 (2)	D	\$ 22.13	4,314	D	
Common Stock (ESPP)							1,008	D	

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

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displays a currently valid OMB control

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Restricted Stock Unit	(3)	06/10/2013		M	1,388	06/08/2013(3)	06/08/2014	Common Stock	1,388

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

SCHULTHEIS ANDREW J
111 NORTH WALL STREET
SPOKANE, WA 99201
General
Counsel

Signatures

/s/ Lara L. Hemingway, attorney-in-fact 06/12/2013

**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) Represents the vesting of 1,388 restricted stock units.
- (2) Shares withheld by Registrant to satisfy minimum withholding requirements on vesting of restricted stock units.

Each restricted stock unit represents the right to receive one share of common stock upon vesting of that unit. 25% of the restricted stock units vested immediately upon grant (June 8, 2011), 25% of the restricted stock units are scheduled to vest each year for a 3 year period on the grant's anniversary date (totaling 75% over the 3 year time period), subject to the reporting person's continued employment on the applicable vesting date.

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.

Reporting Owners 2