

UMPQUA HOLDINGS CORP  
Form 3  
April 28, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
THOMAS H. LEE		(Month/Day/Year)	UMPQUA HOLDINGS CORP [UMPQ]	
ADVISORS, LLC		04/18/2014		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O THOMAS H. LEE			(Check all applicable)	
PARTNERS, L.P., 100			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	
FEDERAL STREET, 35TH			<input type="checkbox"/> Officer <input type="checkbox"/> Other	
FLOOR			(give title below) (specify below)	
(Street)			6. Individual or Joint/Group Filing(Check Applicable Line)	
BOSTON, MA 02110			<input type="checkbox"/> Form filed by One Reporting Person	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	21,647,448 (2) (3)	I	See footnotes (1) (3) (6)

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
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(Instr. 4)	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrant	10/21/2010	08/26/2017	Common Stock	2,473,278 (4)	\$ 12.88 (5)	I	See Footnotes (4) (6)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THOMAS H. LEE ADVISORS, LLC C/O THOMAS H. LEE PARTNERS, L.P. 100 FEDERAL STREET, 35TH FLOOR BOSTON, MA 02110	^	^ X	^	^
Thomas H. Lee Equity Fund VI, L.P. C/O THOMAS H. LEE PARTNERS, L.P. 100 FEDERAL STREET, 35TH FLOOR BOSTON, MA 02110	^	^ X	^	^
Thomas H. Lee Parallel Fund VI, L.P. 100 FEDERAL STREET, 35TH FLOOR BOSTON, MA 02110	^ X	^ X	^	^
Thomas H. Lee Parallel (DT) Fund VI, L.P. 100 FEDERAL STREET C/O THOMAS H. LEE PARTNERS, L.P. BOSTON, MA 02110	^	^ X	^	^
THL Managers VI, LLC C/O THOMAS H. LEE PARNTERS, L.P. 100 FEDERAL STREET, 35TH FLOOR BOSTON, MA 02110	^	^ X	^	^
THL Sterling Equity Investors, L.P. C/O THOMAS H. LEE PARNTERS, L.P. 100 FEDERAL STREET, 35TH FLOOR BOSTON, MA 02110	^	^ X	^	^

## Signatures

THOMAS H. LEE ADVISORS, LLC, By: THL Holdco, LLC its Managing Member, /s/  
Charles P. Holden, Managing Director

04/28/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

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- (1) See Exhibit 99.1 for text of footnote (1)
- (2) See Exhibit 99.1 for text of footnote (2)
- (3) See Exhibit 99.1 for text of footnote (3)
- (4) See Exhibit 99.1 for text of footnote (4)
- (5) See Exhibit 99.1 for text of footnote (5)
- (6) See Exhibit 99.1 for text of footnote (6)

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**Remarks:**

Exhibit 99.1 (Footnotes) and Exhibit 99.2 (Joint Filer Information) are incorporated herein by reference.

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

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