

UMPQUA HOLDINGS CORP  
Form 8-K  
July 15, 2004

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**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 Exchange Act of  
1934**

Date of Report (Date of earliest event reported): July 15, 2004

**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)

**200 SW Market Street, Suite 1900  
Portland, Oregon 97201**  
(address of Principal Executive Offices)(Zip Code)

**(503) 546-2499**  
(Registrant's Telephone Number, Including Area Code)

(Former name or former address, if changed since last report)

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**Item 7. Financial Statements and Exhibits**

(c) Exhibits.

The following exhibits are being filed herewith and this list shall constitute the exhibit index:

Exhibit

99.1 Statistical Supplement

**Item 9. Regulation FD Disclosure**

Attached as Exhibit 99.1 is a Statistical Supplement that is being provided to shareholders and others who have requested additional financial and statistical information from the

Company that is not included in the Company's earnings release. This information is being furnished to satisfy Regulation FD, but is not deemed filed under the Securities Exchange Act of 1934.

## 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: July 15, 2004

By: /s/ Kenneth E. Roberts  
Kenneth E. Roberts  
Assistant Secretary

### EXHIBIT 99.1

**UMPQUA HOLDINGS CORPORATION**  
**Statistical Supplement**  
**(in thousands, except share data and ratios: unaudited)**

	2nd Qtr 2004	1st Qtr 2004	4th Qtr 2003	
<b>Income Statement Data</b>				
Interest income	\$ 38,646	\$ 36,907	\$ 36,608	\$
Interest expense	7,557	7,392	6,804	
Net interest income	31,089	29,515	29,804	
Provision for credit losses	1,100	1,075	1,075	
Net interest income after provision for credit losses	29,989	28,440	28,729	
Service fees	3,273	3,127	3,188	
Brokerage fees & commissions	3,014	2,891	2,554	
Mortgage banking revenue, net	2,399	1,649	1,200	
Gain (loss) on sale of securities	6	-	2	
Other income	716	793	760	
Total noninterest income	9,408	8,460	7,704	
Salaries and employee benefits	13,753	13,665	13,583	
Premises and equipment	4,153	4,115	3,770	
Other non interest expense	6,550	5,946	6,077	
Total noninterest expense	24,456	23,726	23,430	
Operating income before income tax & merger expense	14,941	13,174	13,003	
Provision for income taxes	5,464	4,645	4,412	
<b>Net income before merger expenses</b>	<b>\$ 9,477</b>	<b>\$ 8,529</b>	<b>\$ 8,591</b>	<b>\$</b>
Merger expenses net of tax benefit	346	131	-	
Net income	\$ 9,131	\$ 8,398	\$ 8,591	\$
<b>Share Data(1)</b>				
<b>Before Merger Expenses:</b>				
Basic earnings per common share	\$ 0.33	\$ 0.30	\$ 0.30	\$
Diluted earnings per common share	\$ 0.33	\$ 0.30	\$ 0.30	\$

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**After Merger Expenses:**

Basic earnings per common share	\$ 0.32	\$ 0.30	\$ 0.30	\$
Diluted earnings per common share	\$ 0.32	\$ 0.29	\$ 0.30	\$
Tangible book value per common share	\$ 5.76	\$ 5.99	\$ 5.61	\$
Book value per common share	\$ 11.41	\$ 11.59	\$ 11.23	\$
Cash dividends per common share	\$ 0.06	\$ 0.04	\$ 0.04	\$
Ratio of dividends declared to net income	18.54%	13.57%	13.23%	
Shares outstanding	28,219,677	28,489,267	28,411,816	28,
Basic weighted average shares of common stock outstanding	28,339,080	28,445,316	28,389,064	28,
Common stock equivalents	325,199	373,883	413,101	
Fully diluted weighted average shares of common stock outstanding	28,664,279	28,819,200	28,802,165	28,

**Operating Diluted Earnings Per Share Contribution**

Core company (excluding mortgage group and gain (loss) on sale of securities)	\$ 0.31	\$ 0.29	\$ 0.31	\$
Mortgage group	\$ 0.02	\$ 0.01	\$ (0.01)	\$
Gain (loss) on sale of securities	\$ 0.00	\$ -	\$ 0.00	\$
Operating earnings per diluted share	\$ 0.33	\$ 0.30	\$ 0.30	\$

**Balance Sheet Data (at period end)**

Investment securities	\$ 574,009	\$ 518,496	\$ 517,781	\$
Loans & leases, gross (excl held-for-sale)	2,152,417	2,073,875	2,003,587	1,
Less: Allowance for credit losses	27,319	26,287	25,352	
Loans & leases, net (excl held-for-sale)	2,125,098	2,047,588	1,978,235	1,
Intangible assets	159,575	159,661	159,585	
Total assets	3,153,291	2,997,782	2,963,815	2,
Total deposits	2,479,115	2,428,926	2,378,192	2,
Total shareholders' equity	322,039	330,237	318,969	

**Balance Sheet Data (averages)**

Loans & leases, gross (excl held-for-sale)	\$ 2,125,031	\$ 2,033,357	\$ 1,945,568	\$ 1,
Loans held for sale	29,245	25,100	39,868	
Earning assets	2,751,467	2,581,349	2,499,933	2,
Total assets	3,106,392	2,941,964	2,863,045	2,
Non interest bearing demand deposits	607,543	571,131	585,655	
Interest bearing deposits	1,861,619	1,813,598	1,737,365	1,
Interest bearing liabilities	2,145,309	2,021,049	1,937,556	1,
Total shareholders' equity	327,064	324,191	314,184	

**UMPQUA HOLDINGS CORPORATION**  
**Statistical Supplement**  
(in thousands, except share data and ratios: unaudited)

	2nd Qtr 2004	1st Qtr 2004	4th Qtr 2003	3rd Qtr 2003	2nd Qtr 2003
<b>Other Financial Data</b>					
Total loan charge-offs	\$ 415	\$ 447	\$ 1,591	2,045	\$ 46
Total loan recoveries	347	307	556	991	294
Net loan charge-offs (recoveries)	68	140	1,035	1,054	172
Loans 90 days past due and still accruing	704	1,246	927	533	1,112
Non-accrual loans	11,648	10,554	10,498	12,861	20,767
Total nonperforming loans	12,352	11,800	11,425	13,394	21,879
Other real estate owned	724	1,711	2,529	2,452	2,504

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Nonperforming assets	13,076	13,511	13,954	15,846	24,383
<b>Selected Ratios</b>					
<b>Before Merger Expenses :</b>					
Return on average total assets (annualized)	1.23%	1.17%	1.19%	1.33%	1.34%
Return on average tangible assets (annualized)	1.29%	1.23%	1.28%	1.43%	1.43%
Return on average total shareholders' equity (annualized)	11.65%	10.58%	10.85%	12.02%	11.72%
Return on average tangible shareholders' equity (annualized)	22.76%	20.84%	22.10%	25.31%	25.19%
Efficiency ratio (3) - Umpqua Bank only	55.11%	58.16%	56.89%	55.94%	57.51%
Efficiency ratio (3)	60.09%	62.13%	62.10%	59.98%	61.55%
Non interest revenue to Total revenue (TE)	23.12%	22.16%	20.42%	24.49%	30.00%
Effective tax rate	36.57%	35.26%	33.93%	34.97%	35.32%
<b>After Merger Expenses:</b>					
Return on average total assets (annualized)	1.18%	1.15%	1.19%	1.30%	1.24%
Return on average tangible assets (annualized)	1.25%	1.21%	1.28%	1.40%	1.32%
Return on average total shareholders' equity (annualized)	11.23%	10.42%	10.85%	11.70%	10.83%
Return on average tangible shareholders' equity (annualized)	21.93%	20.52%	22.10%	24.63%	23.27%
Average yield on earning assets (2) (annualized)	5.68%	5.78%	5.85%	5.95%	6.05%
Interest expense to interest bearing liabilities(2)(annualized)	1.42%	1.47%	1.39%	1.47%	1.69%
Net interest spread (2)	4.26%	4.31%	4.45%	4.48%	4.36%
Interest expense to earning assets (annualized)	1.10%	1.15%	1.08%	1.12%	1.31%
Net interest margin (2) (annualized)	4.57%	4.63%	4.77%	4.82%	4.74%
Net interest margin (2) (annualized) - Umpqua Bank only	4.74%	4.80%	4.91%	4.98%	4.90%
<b>Asset Quality Ratios</b>					
Allowance for possible loan and lease losses to ending total loans and leases	1.27%	1.27%	1.27%	1.31%	1.35%
Nonperforming loans to ending total loans and leases	0.57%	0.57%	0.57%	0.69%	1.17%
Nonperforming assets to ending total assets	0.41%	0.45%	0.47%	0.56%	0.89%
Net loan charge-offs (recoveries) to avg loans and leases (annualized)	0.01%	0.03%	0.21%	0.22%	0.04%
<b>Capital Ratio</b>					
Average shareholders' equity to average assets	10.53%	11.02%	10.97%	11.08%	11.43%
<b>Year to Date Growth</b>					
Loans & leases, gross (excl held-for-sale)	7.43%	3.51%	12.67%	8.84%	5.56%
Deposits	4.24%	2.13%	13.04%	7.58%	8.51%
Total assets	6.39%	1.15%	15.96%	9.99%	7.48%
<b>Mortgage Banking Revenue</b>					
Gain (loss) on origination and sale	1,903	1,273	1,208	2,424	4,867
Servicing income before accelerated amortization	314	307	299	318	323
Accelerated servicing right amortization	(684)	(531)	(527)	(1,222)	(1,056)
Sub total before mortgage servicing right (MSR) valuation change	1,533	1,049	980	1,520	4,134
MSR valuation change	866	600	220	1,640	(1,700)
Total Mortgage Banking Revenue	2,399	1,649	1,200	3,160	2,434
<b>Mortgage Servicing Right Asset</b>					
Gross Mortgage Servicing Right Asset	11,832	12,266	12,515	12,859	13,041
less: valuation reserve	(441)	(1,307)	(1,907)	(2,127)	(3,767)
Net Mortgage Servicing Right Asset	11,391	10,959	10,608	10,732	9,274
Net Mortgage Servicing Right Asset as % of serviced loan portfolio	1.02%	0.95%	0.91%	0.91%	0.77%

(1) Per share data has been adjusted for subsequent stock dividends and stock splits.

(2) Tax exempt interest income has been adjusted to a tax equivalent basis at a 35% effective tax rate beginning in 2001. Prior years at 34%.

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(3) Efficiency ratio is noninterest expense divided by the sum of net interest income (tax equivalent basis) plus noninterest income.

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