STERLING FINANCIAL CORP /WA/

Form 4 May 25, 2005

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

Symbol

response...

burden hours per

5. Relationship of Reporting Person(s) to

Issuer

See Instruction 1(b).

(Print or Type Responses)

PAGE STEPHEN L

1. Name and Address of Reporting Person *

| THEE STEE | | | STERLING FINANCIAL CORP /WA/ [STSA] | | | (Check all applicable) | | | | |
|--------------------------------------|--|---|--|---|--------|--|--|--|---|--|
| (Last) | | (Month/ | 3. Date of Earliest Transaction (Month/Day/Year) | | | | Director 10% Owner Sofficer (give title Other (specify below) | | | |
| 111 11. 11/11 | EL STREET | STREET 05/23/2005 | | | | | Senior Vice President Sterling | | | |
| | (Street) | 4. If Am | 4. If Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check | | | |
| SPOKANE, | WA 99201 | Filed(Mo | Filed(Month/Day/Year) | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (State) (Zip) 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) | Code | 4. Securit on(A) or Di (Instr. 3, | sposed | 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 | 05/23/2005 | 05/23/2005 | J <u>(1)</u> | 3,800 | A | \$ 6.59 | 12,661 | D | | |
| Common Stock | 05/23/2005 | 05/23/2005 | <u>J(1)</u> | 3,700 | A | \$ 6.59 | 16,361 | D | | |
| Common Stock | 05/23/2005 | 05/23/2005 | <u>J(1)</u> | 5,000 | A | \$ 6.9 | 21,361 | D | | |
| Common Stock | 05/23/2005 | 05/23/2005 | S | 12,500 | D | \$ 35.5 | 8,861 | D | | |
| Common Stock | | | | | | | 3,191 | I | 401(k) Plan | |

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

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SEC 1474 (9-02)

D

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. Transactic Code (Instr. 8) | 5. Number on 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) | |
|---|---|--------------------------------------|---|--|---|-------|--|--------------------|---|--|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option | \$ 10.04 (2) | 05/23/2005 | 05/23/2005 | <u>J(1)</u> | | 3,700 | 07/25/2001 | 02/28/2007 | Common Stock | 3,700 |
| Stock Option | \$ 10.04 (2) | 05/23/2005 | 05/23/2005 | <u>J(1)</u> | | 3,800 | 07/25/2001 | 02/29/2008 | Common Stock | 3,800 |
| Stock Option | \$ 10.52 (2) | 05/23/2005 | 05/23/2005 | J <u>(1)</u> | | 5,000 | 12/14/2000 | 02/28/2007 | Common Stock | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|--------------------------------|---------------|

Director 10% Owner Officer Other

PAGE STEPHEN L 111 N. WALL STREET SPOKANE, WA 99201

Senior Vice President Sterling

Signatures

E. Marie Hirsch 05/25/2005

**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).
- (2) Price does not reflect 10% stock dividend adjustments from previous years.
- (1) Exercise/Same Day Sale Transaction

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

Reporting Owners 2

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