

NORTHWEST BANCORPORATION INC

Form 5

January 26, 2009

**FORM 5****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**Check this box if  
no longer subject  
to Section 16.Form 4 or Form  
5 obligations  
may continue.See Instruction  
1(b).Form 3 Holdings  
Reported

Form 4

Transactions

Reported

**ANNUAL STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
HERNDON ELIZABETH

(Last) (First) (Middle)

421 WEST RIVERSIDE, STE 113

(Street)

SPOKANE, WA 99201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
NORTHWEST  
BANCORPORATION INC [nbct]3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/20084. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Senior Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person  
☐ Form Filed by More than One Reporting  
Person**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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |        |       | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|-------|--------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    |                                | (A)                                                               | or (D) | Price |                                                                                            |                                                          |                                                       |
|                                 |                                      |                                                    |                                | Amount                                                            | (D)    | Price |                                                                                            |                                                          |                                                       |
| Common Stock                    | Â                                    | Â                                                  | Â                              | Â                                                                 | Â      | Â     | 16                                                                                         | D                                                        | Â                                                     |

Reminder: Report on a separate line for each class of  
securities beneficially owned directly or indirectly.**Persons who respond to the collection of information  
contained in this form are not required to respond unless  
the form displays a currently valid OMB control number.**SEC 2270  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             |                                         | (A) (D)                                                                                                               | Date<br>Exercisable<br>Expiration<br>Date                      | Title<br>Amount<br>or<br>Number<br>of<br>Shares                     |
| Employee<br>Stock<br>Options                        | \$ 13.85                                                              | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | 12/22/2005 12/21/2014                                          | Common<br>Stock 750 <sup>(1)</sup>                                  |
| Employee<br>Stock<br>Options                        | \$ 16                                                                 | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | 12/01/2000 12/01/2009                                          | Common<br>Stock 2,000 <sup>(1)</sup>                                |
| Employee<br>Stock<br>Options                        | \$ 10                                                                 | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | 12/01/2001 12/01/2010                                          | Common<br>Stock 2,000 <sup>(1)</sup>                                |
| Employee<br>Stock<br>Options                        | \$ 10.1                                                               | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | 12/19/2003 12/17/2012                                          | Common<br>Stock 500 <sup>(1)</sup>                                  |
| Employee<br>Stock<br>Options                        | \$ 13.3                                                               | Â                                       | Â                                                           | Â                                       | Â Â                                                                                                                   | 12/17/2004 12/17/2013                                          | Common<br>Stock 1,000 <sup>(1)</sup>                                |

## Reporting Owners

| Reporting Owner Name / Address                                          | Relationships |           |                         |       |
|-------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                         | Director      | 10% Owner | Officer                 | Other |
| HERNDON ELIZABETH<br>421 WEST RIVERSIDE<br>STE 113<br>SPOKANE, WA 99201 | Â             | Â         | Â Senior Vice President | Â     |

## Signatures

Holly Austin, by power of attorney 01/26/2009

\_\_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) Shares will be increased and price decreased to adjust for any stock dividends granted subsequent to issue date of options. Options are subject to a 20% per year vesting schedule.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.