

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
WEST COAST BANCORP & SUBS.		93-0810577	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
JOANNE COY	(253) 305-1965	jcoy@columbiabank.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
COLUMBIA BANKING SYSTEM, INC., PO BOX 2156		TACOMA, WA 98401	
8 Date of action		9 Classification and description	
4/1/2013		COMMON STOCK	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
952145209		WCBO	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ EFFECTIVE AT 10:00 AM ON APRIL 1, 2013, WEST COAST BANCORP & SUBSIDIARIES ("WEST COAST") MERGED WITH AND INTO A NEWLY FORMED SUBSIDIARY OF COLUMBIA BANKING SYSTEM, INC., WITH WEST COAST BANCORP & SUBSIDIARIES AS THE SURVIVING CORPORATION ("SURVIVING CORPORATION"). AS SOON AS REASONABLY PRACTICABLE FOLLOWING THE MERGER, AND AS PART OF THE A SINGLE INTEGRATED TRANSACTION, THE SURVIVING CORPORATION WILL BE MERGED WITH AND INTO COLUMBIA BANKING SYSTEM, INC ("COLUMBIA"). WEST COAST SHAREHOLDERS RECEIVED, AT THEIR ELECTION, EITHER CASH, STOCK, OR A COMBINATION OF CASH AND STOCK, IN AN AMOUNT EQUAL TO THEIR PRO RATA SHARE OF STOCK OF WEST COAST IMMEDIATELY PRECEDING THE MERGER.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ SEE ATTACHMENT A

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ WHERE ONE SHARE OF COLUMBIA COMMON STOCK IS RECEIVED IN EXCHANGE FOR MORE THAN ONE SHARE OF WEST COAST COMMON STOCK, THEN THE ADJUSTED BASIS MUST BE ALLOCATED TO THE COLUMBIA COMMON SHARES RECEIVED IN A MANNER THAT REFLECTS, TO THE GREATEST EXTENT POSSIBLE, THE BASIS IN WEST COAST COMMON SHARES THAT WERE ACQUIRED ON THE SAME DATE AND AT THE SAME PRICE. TO THE EXTENT THAT IT IS NOT POSSIBLE TO ALLOCATE THE AGGREGATE BASIS IN THIS MANNER, THEN THE AGGREGATE BASIS OF THE WEST COAST COMMON SHARES SURRENDERED MUST BE ALLOCATED TO THE COLUMBIA COMMON SHARES IN A MANNER THAT MINIMIZES THE DISPARITY IN THE HOLDING PERIODS OF THE WEST COAST COMMON SHARES WHOSE BASIS IS ALLOCATED TO ANY PARTICULAR COLUMBIA COMMON SHARE RECEIVED.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► COLUMBIA AND WEST COAST HAVE STRUCTURED THE MERGERS, TAKEN TOGETHER, TO QUALIFY AS A REORGANIZATION WITHIN THE MEANING OF SECTION 368(a) OF THE INTERNAL REVENUE CODE, AS AMENDED. RELEVANT INTERNAL REVENUE CODE PROVISIONS, INCLUDE, SECTIONS 302, 356, 358, AND 368.

18 Can any resulting loss be recognized? ► - GAIN OR LOSS WILL BE RECOGNIZED BY THOSE HOLDERS RECEIVING SOLELY CASH FOR WEST COAST COMMON STOCK PURSUANT TO THE MERGER EQUAL TO THE DIFFERENCE BETWEEN THE AMOUNT OF CASH RECEIVED BY A HOLDER OF WEST COAST COMMON STOCK AND SUCH HOLDER'S COST BASIS IN SUCH HOLDER'S SHARES OF WEST COAST COMMON STOCK.

- NO GAIN OR LOSS WILL BE RECOGNIZED BY THOSE HOLDERS RECEIVING SOLELY SHARES OF COLUMBIA COMMON STOCK IN EXCHANGE FOR SHARES OF WEST COAST COMMON STOCK PURSUANT TO THE MERGER (EXCEPT WITH RESPECT TO ANY CASH RECEIVED INSTEAD OF FRACTIONAL SHARE INTERESTS IN COLUMBIA COMMON STOCK).

- GAIN (BUT NOT LOSS) WILL BE RECOGNIZED BY THOSE HOLDERS WHO RECEIVE SHARES OF COLUMBIA COMMON STOCK AND CASH IN EXCHANGE FOR SHARES OF WEST COAST COMMON STOCK PURSUANT TO THE MERGER, IN AN AMOUNT EQUAL TO THE LESSER OF (1) THE AMOUNT BY WHICH THE SUM OF THE FAIR MARKET VALUE OF THE COLUMBIA COMMON STOCK AND CASH RECEIVED BY A HOLDER OF WEST COAST COMMON STOCK EXCEEDS SUCH HOLDER'S COST BASIS IN ITS WEST COAST COMMON STOCK, AND (2) THE AMOUNT OF CASH RECEIVED BY SUCH HOLDER OF WEST COAST COMMON STOCK (EXCEPT WITH RESPECT TO ANY CASH RECEIVED INSTEAD OF FRACTIONAL SHARE INTERESTS IN COLUMBIA COMMON STOCK).


19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► THE HOLDING PERIOD OF COLUMBIA COMMON STOCK RECEIVED IN EXCHANGE FOR SHARES OF WEST COAST COMMON STOCK WILL INCLUDE THE HOLDING PERIOD OF THE WEST COAST COMMON STOCK FOR WHICH IT IS EXCHANGED. A HOLDER OF WEST COAST COMMON STOCK WHO RECEIVES CASH INSTEAD OF A FRACTIONAL SHARE OF COLUMBIA COMMON STOCK WILL GENERALLY BE TREATED AS HAVING RECEIVED THE FRACTIONAL SHARE PURSUANT TO THE MERGER AND THEN AS HAVING SOLD THE FRACTIONAL SHARE OF COLUMBIA COMMON STOCK FOR CASH. AS A RESULT, A HOLDER OF WEST COAST COMMON STOCK WILL GENERALLY RECOGNIZE GAIN OR LOSS EQUAL TO THE DIFFERENCE BETWEEN THE AMOUNT OF CASH RECEIVED AND THE BASIS IN HIS OR HER FRACTIONAL SHARE INTEREST. THIS GAIN OR LOSS WILL GENERALLY BE CAPITAL GAIN OR LOSS, AND WILL BE LONG-TERM CAPITAL GAIN OR LOSS IF, AS OF THE EFFECTIVE DATE OF THE MERGER, THE HOLDING PERIOD FOR SUCH SHARES IS GREATER THAN ONE YEAR. THE DEDUCTIBILITY OF CAPTIAL LOSSES IS SUBJECT TO LIMITATIONS.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here Signature ►  Date ► 5-7-13

Print your name ► CLINT STEIN

Title ► EVP, CFO

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	RACHEL ROSS		5/7/13		P00854321
	Firm's name ► DELOITTE TAX LLP	Firm's address ► 925 FOURTH AVENUE, SUITE 3300 SEATTLE, WA 98104-1126		Firm's EIN ►	86-1065772
					Phone no.

FORM 8937
WEST COAST BANCORP & SUBS.
93-0810577
DATE OF ACTION: 04/01/2013

ATTACHMENT A

QUESTION 15:

THE MERGER OF WEST COAST INTO COLUMBIA QUALIFIES AS A TAX FREE REORGANIZATION WITHIN THE MEANING OF SECTION 368(a) OF THE INTERNAL REVENUE CODE, AS AMENDED. AS A RESULT, THE AGGREGATE BASIS OF THE COLUMBIA COMMON STOCK RECEIVED IN THE MERGER WILL BE THE SAME AS THE AGGREGATE BASIS OF THE WEST COAST COMMON STOCK FOR WHICH IT IS EXCHANGED, DECREASED BY THE AMOUNT OF CASH RECEIVED IN THE MERGER (EXCEPT WITH RESPECT TO ANY CASH RECEIVED INSTEAD OF FRACTIONAL SHARE INTERESTS IN COLUMBIA COMMON STOCK), DECREASED BY ANY BASIS ATTRIBUTABLE TO FRACTIONAL SHARE INTERESTS IN COLUMBIA COMMON STOCK FOR WHICH CASH IS RECEIVED, AND INCREASED BY THE AMOUNT OF GAIN RECOGNIZED ON THE EXCHANGE (REGARDLESS OF WHETHER SUCH GAIN IS CLASSIFIED AS CAPITAL GAIN, OR AS ORDINARY DIVIDEND INCOME, BUT EXCLUDING ANY GAIN OR LOSS RECOGNIZED WITH RESPECT TO FRACTIONAL SHARE INTERESTS IN COLUMBIA COMMON STOCK FOR WHICH CASH IS RECEIVED).

IF HOLDERS OF WEST COAST COMMON STOCK ACQUIRED DIFFERENT BLOCKS OF WEST COAST COMMON STOCK AT DIFFERENT TIMES OR AT DIFFERENT PRICES, ANY GAIN OR LOSS WILL BE DETERMINED SEPARATELY WITH RESPECT TO EACH BLOCK OF WEST COAST COMMON STOCK AND SUCH HOLDERS' BASIS AND HOLDING PERIOD IN THEIR SHARES OF COLUMBIA STOCK MAY BE DETERMINED WITH REFERENCE TO EACH BLOCK OF WEST COST COMMON STOCK. ANY SUCH HOLDERS SHOULD CONSULT WITH THEIR TAX ADVISORS REGARDING THE MANNER IN WHICH CASH AND COLUMBIA COMMON STOCK RECEIVED IN THE EXCHANGE SHOULD BE ALLOCATED AMONG DIFFERENT BLOCKS OF WEST COAST COMMON STOCK AND WITH RESPECT TO IDENTIFYING THE BASES OR HOLDING PERIODS OF THE PARTICULAR SHARES OF COLUMBIA COMMON STOCK RECEIVED IN THE MERGER.