Edgar Filing: HERITAGE FINANCIAL CORP /WA/ - Form 4

HERITAGE FINANCIAL CORP /WA/

Form 4

August 06, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

0.5

January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Ada BROADHE	Symbol HERITA	2. Issuer Name and Ticker or Trading Symbol HERITAGE FINANCIAL CORP /WA/ [HFWA]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) PO BOX 70		(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 06/20/2007			Director 10% Owner Officer (give title Other (specify below)				
TODDENICI	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State) (State)	^{Zip)} Table	e I - Non-D	erivative S	Securi	ties Ac	Person quired, Disposed			
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution any (Month		emed 3. on Date, if Transaction Code /Day/Year) (Instr. 8) Code V		ities Id (A) cold of (D) Id and Id (A) or Id (D)))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 6. Ownership Form: Direct Indirect Beneficial Ownership (Instr. 4) Ownership (Instr. 4) (Instr. 4)			
Common Stock	06/20/2007	06/20/2007	A	850	A	\$0	41,178	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date		Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. :	3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title Number			
				~					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BROADHEAD MICHAEL

PO BOX 70 President/Central Valley Bank

TOPPENISH, WA 98948

Signatures

D. Michael Broadhead 08/06/2007

**Signature of Reporting Person Date

Edward D. Cameron for D. Michael

Broadhead 08/06/2007

**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).

Remarks:

This Form 4 is being filed on behalf of Heritage Financial Corporation executive D. Michael Broadhead to report his receipt o

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

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