

WASHINGTON FEDERAL INC

Form 3

October 12, 2016

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â Cooper Cathy E

(Last)

(First)

(Middle)

425 PIKE STREET

(Street)

SEATTLE,Â WAÂ 98101

(City)

(State)

(Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

10/03/2016

3. Issuer Name **and** Ticker or Trading Symbol

WASHINGTON FEDERAL INC [WAFD]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

EVP/Retail Banking Manager

5. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting  
Person☐ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

2,166 <sup>(1)</sup>

D

Â

Common Stock

7,508

I

By 401(k)

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative  
Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)4. Conversion  
or Exercise  
Price of  
Derivative5. Ownership  
Form of  
Derivative  
Security:6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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|                                      | Date Exercisable          | Expiration Date | Title        | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------------|---------------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (right to buy) | 03/26/2012 <sup>(2)</sup> | 03/26/2017      | Common Stock | 2,000                      | \$ 23.75 | D                                     | Â |
| Employee Stock Option (right to buy) | 03/24/2013 <sup>(3)</sup> | 03/24/2018      | Common Stock | 1,500                      | \$ 24.03 | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |                              |       |
|--------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                        | Director      | 10% Owner | Officer                      | Other |
| Cooper Cathy E<br>425 PIKE STREET<br>SEATTLE, WA 98101 | Â             | Â         | Â EVP/Retail Banking Manager | Â     |

## Signatures

Arian Colachis,  
Attorney-in-fact

10/12/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) 2,100 shares are in the form of restricted stock awards subject to future vesting.
- (2) The right to exercise 500 stock options vests each year in equal amounts beginning March 26, 2009.
- (3) The right to exercise 375 stock options vests each year in equal amounts beginning March 24, 2010.

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.