SEC Form 4

FORM 4

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

	Relationship of Reporting Person(s) to Issuer heck all applicable) Director 10% Owner
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 02/09/2006	X Officer (give title Other (specify below) below) Sr. Vice President & CFO
(Street) 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. I Lin	,
(City) (State) (Zip)	X 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

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (3. 4. Securities Acquired (A) or Transaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr. 8) 0		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock-Restricted Shares	02/09/2006		A		3,000	Α	(1)	3,000	D			
Common Stock-Performance Share Award	02/09/2006		М		18,600	A	(2)	18,600	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. Transa Code (8)		5. Number of 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Conversion of derivative security	\$17.8	02/09/2006		М			15,500	(3)	(3)	Common Stock	15,500	(3)	31,000	D	
Performance Shares	(4)	02/09/2006		Α		11,500		(5)	(5)	Common Stock	11,500	\$19.2	42,500	D	

Explanation of Responses:

1. Restricted shares vest one-third each year over a three-year period and are payable in Avista Corp. Common Stock at the end of each year in the three-year period if targets are met.

2. Shares are received in satisfaction of 2003 performance grant.

3. 2003 Performance Grant-disposition of Derivative Securities

4. No conversation price - Shares awarded if performance measure is met.

5. Each performance cycle is three years in length. Shares will be issued at the end of each three-year cycle if performance measure is met.

/s/ Malyn K. Malquist ** Signature of Reporting Person

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

* 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).

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

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 Number.

02/13/2006

Date