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WESTAMERICA BANCORPORATION

Form 4 April 04, 2005

FORM 4

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

OMB Number: 3235-0287 January 31,

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: 2005
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response...

5. Relationship of Reporting Person(s) to

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Applicable Line) (Appl	Issuer (Check all applicable)			
Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
- 0.001				
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ov	vned			
Security (Month/Day/Year) Execution Date, if Transactionor Disposed of (D) Securities Ownership Ind (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Ber (Month/Day/Year) (Instr. 8) Owned Direct (D) Owned	Nature of irect neficial mership str. 4)			
Common Stock 04/01/2005 $F = \frac{1,066}{(1)} D = \frac{\$}{50.8289} 3,200 \frac{(1)}{1} D = \frac{1}{100} D = \frac{1}$	ferred			
Common Stock 04/01/2005 G V 415 D \$0 415 (1) I data RP	ughter T			
Common Stock 04/01/2005 G V 415 D \$0 415 (1) I data SR	ughter T			
Common 3,006.2841 D				
125.858 <u>(3)</u> I ES	OP			

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Common Stock

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

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SEC 1474

(9-02)

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)	4. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D)	;		Amou Under Securi	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 8	Director	10% Owner	Officer	Other				
THORSON JOHN A								
			SVP/Treasurer					

Signatures

by: John "Robert" A

Thorson 04/04/2005

**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).

The reporting person deferred delivery of 2,600 restricted performance shares vesting in January 2003 until March 31, 2005. The shares were held in a rabbi trust ("Deferred") until the prescheduled distribution. At the time of the distribution from the rabbi trust, 704 shares were delivered to the reporting person's direct account. 415 shares were delivered to the reporting person's direct account. 415 shares were delivered to the reporting person's direct account.

(1) were delivered to the reporting person's direct account, 415 shares were gifted to each of two custodial accounts for minor children, and 1,066 shares were sold by the rabbi trust to pay the tax liability. Also, since the reporting person's last report, 1,570 restricted performance shares vesting 1/26/06 and reported as direct holdings until delivered, were delivered to the reporting person's deferred holdings.

Reporting Owners 2

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- (2) Includes reinvested dividends as of 2/7/05.
- (3) Includes all contributions to Westamerica Bancorporation's Tax Deferred/Savings Plan (ESOP) through 3/31/05.

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.