SMITH RICHARD P

Form 4 June 08, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

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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

1(b).

(Print or Type Responses)

1. Name and A SMITH RIC	Address of Repo	orting Person *	2. Issuer Name and Ticker or Trading Symbol TRICO BANCSHARES / [tcbk]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Mid		(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
63 CONSTITUTION DRIVE			(Month/Day/Year) 06/07/2006	_X Director 10% OwnerX Officer (give title Other (specify below) President & CEO		
(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		
CHICO, CA 95973				Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities A	equired Disposed of or Reneficially Owner		

(City)	(State)	(Zip) Tabl	e I - Non-E	Derivative (Securi	ities Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dia (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/07/2006		X/K	6,790	D	\$ 6.125	14,110	D	
Common Stock	06/07/2006		X/K	30,000	A	\$ 6.125	44,110	D	
Common Stock	06/08/2006		J <u>(1)</u>	0	A	\$0	170.7141	I	By Wife
Common Stock	06/07/2006		J <u>(2)</u>	380	D	\$ 27.06	1,187,694	I	By TriCo ESOP of which I am a Trustee

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of		3. Transaction Date		4.		imber of	6. Date Exercis		7. Title and A	
Derivative		(Month/Day/Year)	Execution Date, if	Transactio			Expiration Dat		Underlying S	
Security	or Exercise		any	Code	Secu	rities	(Month/Day/Y	ear)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acqu	ired (A)				
	Derivative				or Di	sposed of				
	Security				(D)					
					(Insti	: 3, 4,				
					and 5	5)				
					(4)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number
				Code V	(A)	(D)				of Shares
Options Common		06/07/2006		X/K		30,000	06/25/1996	06/25/2006	Common	30,000
Stock									Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships							
• 0	Director	10% Owner	Officer	Other				
SMITH RICHARD P								
63 CONSTITUTION DRIVE	X		President & CEO					
CHICO, CA 95973								

Signatures

Suzanne Youngs "Power of Attorney" 06/08/2006

**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).
- (1) No transactions occurred among these shares, intended only to reflect number of shares beneficially owned.
- (2) Please Note: Former ESOP employees received their shares.

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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