TRICO BANCSHARES /

Form 4 May 22, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL

Number: 3235-0287

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Check this box if no longer subject to Section 16. Form 4 or

Section 16.
Form 4 or
Form 5
obligations
may continue.

SECURITIES

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

(Print or Type Responses)

1 Name and Address of Departing De

1(b).

See Instruction

1. Name and Address of Reporting Person * REDDISH THOMAS J		Symbol	2. Issuer Name and Ticker or Trading Symbol TRICO BANCSHARES / [tcbk]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	3. Date of (Month/E) 05/20/2	ay/Year)	Earliest Transaction			DirectorX Officer (gi below) EVP & (% Owner er (specify		
	(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 Person			
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securi onAcquirec Disposec (Instr. 3,	d (A) of d of (E) 4 and (A) or))	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	05/22/2008		<u>J(1)</u>	0	A	\$0	5,224.4417	D (2)		
Common Stock	05/22/2008		J <u>(1)</u>	0	A	\$0	1,195.3532	I	By minor daughter shares held with broker	
Common Stock	05/22/2008		J <u>(1)</u>	0	A	\$0	1,169.0811	I	By minor son shares held with broker	

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0

Common Stock

05/22/2008

 $\mathbf{J}_{\underline{1}}$

A \$0 3,000

D

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option Common Stock	\$ 15.4	05/20/2008		X	1,700	05/20/2009	05/20/2018	Common Stock	1,700
Option Common Stock	\$ 15.4	05/20/2008		X	1,700	05/20/2010	05/20/2018	Common Stock	1,700
Option Common Stock	\$ 15.4	05/20/2008		X	1,700	05/20/2011	05/20/2018	Common Stock	1,700
Option Common Stock	\$ 15.4	05/20/2008		X	1,700	05/20/2012	05/20/2018	Common Stock	1,700
Option Common Stock	\$ 15.4	05/20/2008		X	1,700	05/20/2013	05/20/2018	Common Stock	1,700

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

REDDISH THOMAS J EVP & Chief Financial Officer

Reporting Owners 2

Signatures

Suzanne Youngs "Power of Attorney"

05/22/2008

**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) Shares held with broker

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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