

TRICO BANCSHARES /  
Form 4  
May 03, 2006

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
**HAGSTROM W R**

(Last) (First) (Middle)

**C/O TRICO BANCSHARES, 63  
CONSTITUTION DR**

(Street)

**CHICO, CA 95973**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**TRICO BANCSHARES / [tcbk]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/02/2006**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

**EVP, Risk Management**

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 Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |             |   |                     |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-------------|---|---------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |             |   |                     |
| Common Stock                    | 05/02/2006                           |  | X/K                            |   | 1,842   | D  | \$ 12.705                         | 9,611.9754  | D |                     |
| Common Stock                    | 05/02/2006                           |  | X/K                            |   | 2,158   | D  | \$ 17.375                         | 7,453.9754  | D |                     |
| Common Stock                    | 05/03/2006                           |  | J <sup>(1)</sup>               |   | 0   | A  | \$ 0                              | 4,265       | I | By wife with broker |
| Common Stock                    | 05/03/2006                           |  | J <sup>(1)</sup>               |   | 0   | A  | \$ 0                              | 6,968.8827  | I | By wife             |
| Common Stock                    | 05/02/2006                           |  | X/K                            |   | 3,427   | A  | \$ 17.375                         | 10,880.9754 | D |                     |

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Common Stock      05/02/2006      X/K      4,000      A      \$ 12.705      14,880.9754      D

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

**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.**

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(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. Transaction Code (Instr. 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 Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Common Stock Options                       | \$ 12.705  | 05/02/2006                           |  | X/K                            | 4,000   | 07/08/2003 07/08/2013                                    | Common Stock  | 4,000                         |
| Common Stock Options                       | \$ 17.375  | 05/02/2006                           |  | X/K                            | 3,427   | 02/17/2004 02/17/2014                                    | Common Stock  | 3,427                         |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                      |       |
|---|---------------|-----------|----------------------|-------|
|   | Director      | 10% Owner | Officer              | Other |
| HAGSTROM W R<br>C/O TRICO BANCSHARES<br>63 CONSTITUTION DR<br>CHICO, CA 95973 |               |           | EVP, Risk Management |       |

## Signatures

Suzanne Youngs "Power of Attorney"      05/03/2006

\*\*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.

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