TRICO BANCSHARES /

Form 4 May 15, 2007

FORM 4

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

OMB

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

2005

OMB APPROVAL

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

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).

Common

Common

Common

Stock

Stock

Stock

05/14/2007

05/15/2007

05/15/2007

(Print or Type Responses)

1. Name and Address of Reporting Person *

| CASEY WILLIAM J | | | Symbol TRICO | Symbol TRICO BANCSHARES / [tcbk] | | | | Issuer | | | | |
|-------------------------------|--------------------------------------|--------------------------------------|---|---|-------------------------------------|--------|----------|--|--|---------------------|--|--|
| (Last) (First) (Middle) 3. (M | | | fiddle) 3. Date of (Month/I | 3. Date of Earliest Transaction (Month/Day/Year) 05/14/2007 | | | | (Check all applicable) _X_ Director 10% Owner Officer (give titleX_ Other (specify below) Chairman of the Board | | | | |
| | | (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) Tab | le I - Non-De | rivative S | Securi | ties Acq | uired, 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) | Transaction Code (Instr. 8) | 4. Securit (A) or Dis (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) | | | |
| | Common Stock | 05/15/2007 | | <u>J(1)</u> | 0 | A | \$ 0 | 864 (2) | D | | | |
| | Common | | | | | | ¢ | | | By TriCo ESOP of | | |

J(3)

J(1)

 $J_{\underline{-}}^{(1)}$

6,174

0

0

D

A

22.21

\$0

\$0

1,148,110

500,084

124,000

Ι

D

Ι

which I

am a Trustee

Casey

Family

LLC of which I am a manager

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. orNumber | 6. Date Exerc Expiration D | | 7. Title Amoun | | 8. Price of Derivative | 9. Nu Deriv |
|------------------------|------------------|--------------------------------------|-------------------------------|-------------------|----------------|-------------------------------|-----------------|-------------------|--------|------------------------|----------------|
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ing | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securiti | es | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | A | Amount | | |
| | | | | | | ъ. | E | | r | | |
| | | | | | | Date Exercisable | Expiration Date | Title Num | Number | | |
| | | | | | | | | C | of | | |
| | | | | Code V | (A) (D) | | | S | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-----------------------|--|--|--|
| ·F··· | Director | 10% Owner | Officer | Other | | | |
| CASEY WILLIAM J 63 CONSTITUTION DRIVE CHICO, CA 95973 | X | | | Chairman of the Board | | | |

Signatures

Suzanne Youngs "Power of 05/15/2007 Attorney"

**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 by broker.

Reporting Owners 2

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(3) 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.