### **COMPTON CRAIG S**

Form 5

February 07, 2008

# FORM 5

(Zin)

#### **OMB APPROVAL**

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

**OMB** 3235-0362 Number: January 31, Expires:

2005

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person ** COMPTON CRAIG S	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(I o) (II o) (ACIII o)	TRICO BANCSHARES / [tcbk]	(Check all applicable)			
(Last) (First) (Middle)	3. Statement for Issuer's Fiscal Year Ended				
	(Month/Day/Year)	X Director 10% Owner			
63 CONSTITUTION DRIVE	12/31/2007	Officer (give title Other (specify below)			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Reporting			
	Filed(Month/Day/Year)				
	•	(check applicable line)			

### CHICO, CAÂ 95973

(State)

(City)

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting

(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)	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)  (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/31/2007	Â	<u>J(1)</u>	0	A	\$0	34,812	D (2)	Â
Common Stock	12/31/2007	Â	<u>J(1)</u>	0	A	\$0	65,062	D	Â
Common Stock	10/11/2006	Â	J <u>(3)</u>	105,464	A	\$0	105,464	I	Mother's trusts I am successor trustee
Common	12/31/2007	Â	J(1)	0	A	\$0	651	I	By minor

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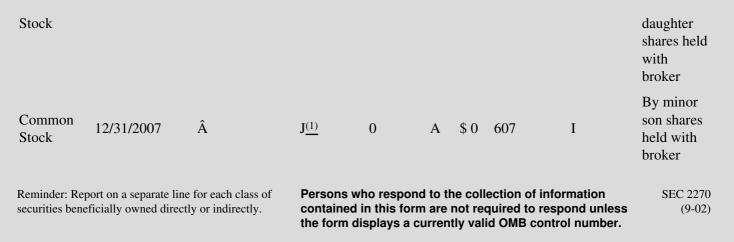


Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative	(
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	]
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	3
	Derivative				Securities			(Instr.	3 and 4)		J
	Security				Acquired						(
	•				(A) or						]
					Disposed						]
					of (D)						]
					(Instr. 3,						(
					4, and 5)						
									Amount		
						ъ.	E		or		
						Date	Expiration	Title	Number		
						Exercisable	xercisable Date	isable Date of	of		
					(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
COMPTON CRAIG S 63 CONSTITUTION DRIVE CHICO, CA 95973	ÂX	Â	Â	Â			
Signatures							

# **Signatures**

Suzanne Youngs "Power of Attorney" 02/07/2008

\*\*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.

Reporting Owners 2

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- (2) Shares held with broker.
- (3) Mother's accounts were transferred to trusts and I am successor trustee

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.