TRICO BANCSHARES /

Form 4 May 09, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

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

Check this box

if no longer

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

Symbol

See Instruction

1. Name and Address of Reporting Person *

1(b).

Common

Stock

05/09/2016

(Print or Type Responses)

CARNEY CRAIG B

Symoor .													
			TRICO BANCSHARES / [TCBK]					(Check all applicable)					
	(Last)	(Last) (First) (Middle) 3. Date of Earliest Transaction							**				
63 CONSTITUTION DR				(Month/Day/Year) 05/07/2016					Director 10% Owner Self-cer (give title Other (specify below) below) EVP & Chief Credit Officer				
	(Street) 4. If Amendment, Date Original								6. Individual or Joint/Group Filing(Check				
					nth/Day/Year)				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 Acquired, Disposed of, or Beneficially Owned													
	1.Title of Security (Instr. 3)	(Month/Day/Year) Execution any			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			ed of (D) 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)			
	Common Stock	05/07/2016			Code V M	Amount 432 (1)	(D)	Price (1)	14,807	D			
	Common Stock	05/07/2016			F	128	D	\$ 26.44	14,679	D			
	Common Stock	05/09/2016			J(2)	0	A	\$ 0	14,163.48	I	By ESOP		
	Common Stock	05/09/2016			J(2)	0	A	\$ 0	122.79	I	By children		

 $J^{(2)}$

0

\$0

128.93

I

By

children

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Common Stock $J_{(2)}^{(2)} = 0$ A \$ 0 112.71 I By children

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)

2. Conversion or Exercise		Execution Date, if any			6. Date Exercisable and				8. Price
				onof	Expiration Date		Underlying Securities (Instr. 3 and 4)		Deriva Securit
				Derivative	(Month/Day/Year)				
		(Month/Day/Year)	(Instr. 8)						(Instr. :
				-					
Security				` ′					
				*					
				` ′					
				and 5)					
								Amount	
						-	Title	Number	
					Exercisable	Date		of	
			Code V	(A) (D)				Shares	
							Common		
<u>(1)</u>	05/07/2016		M	432	(1)	(1)		432	\$ (
	Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security (Month/Day/Year)	Conversion or Exercise any Price of (Month/Day/Year) Derivative Security Execution Date, if any (Month/Day/Year)	Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security Code V	Conversion (Month/Day/Year) Execution Date, if or Exercise any Code Derivative Price of Derivative Security (Month/Day/Year) (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Conversion (Month/Day/Year) Execution Date, if or Exercise any (Month/Day/Year) (Instr. 8) Securities Derivative Security (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable (Code V (A) (D)	Conversion or Exercise any Code Derivative or Exercise any (Month/Day/Year) Price of Derivative Security Derivative Security Date Expiration Date (Month/Day/Year) Code Derivative (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date (Month/Day/Year) Date Expiration Date (Code V (A) (D)	Conversion (Month/Day/Year) Execution Date, if any Code Derivative Price of Derivative Security (Month/Day/Year) (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date (Month/Day/Year) (Instr. 3 and Securities) (Instr. 3, 4, and 5) Common Common Common (Month/Day/Year) (Instr. 3 and Securities) (Month/Day/Year) (Instr. 3 and Securities) (Instr. 3, 4, and Securities) (Month/Day/Year) (Instr. 3 and Securities) (A) or Disposed of (D) (Instr. 3, 4, and Securities) (Instr. 3, 4, and Securities) (Month/Day/Year) (Instr. 3 and Securities) (Instr. 3) (I	Conversion of Exercise price of Derivative Security Expiration Date (Month/Day/Year)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CARNEY CRAIG B 63 CONSTITUTION DR CHICO, CA 95973

EVP & Chief Credit Officer

Signatures

/S/ Craig B Carney By Ryan Bryson Attorney-in-Fact 05/09/2016

**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) Result of vesting of an RSU granted on May 7, 2016 that was vested on May 7, 2016.
- (2) No transaction occurred among these shares. Intended only to reflect number of shares beneficially owned.

Reporting Owners 2

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