#### **COMPTON CRAIG S**

Form 4 May 23, 2018

## FORM 4

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

**OMB** 3235-0287

Estimated average

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Number: January 31, Expires: 2005

**OMB APPROVAL** 

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

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

burden hours per response... 0.5

1(b).

(Print or Type Responses)

See Instruction

1. Name and A COMPTON	2. Issuer Name <b>and</b> Ticker or Trading Symbol TRICO BANCSHARES / [TCBK]						5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First) (N	(Iiddle)	3. Date of Earliest Transaction					`	11	,	
63 CONSTITUTION DRIVE			(Month/Day/Year) 05/22/2018						X Director 10% Owner Officer (give title below) Other (specify below)		
	4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
	Filed(Month/Day/Year)										
CHICO, CA							Form filed by More than One Reporting Person				
(City) (State) (Zip) Table I - Non-Derivative Securities Acq						quired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)  (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	05/22/2018			Code M	V	Amount 1,018	(D)	Price (1)	151,532	D	
Common Stock	05/23/2018			J(2)		0	A	\$0	1,170,990	I	By ESOP Trustee

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)

#### Edgar Filing: COMPTON CRAIG S - Form 4

1. Title of Derivative Security (Instr. 3)  Derivative Conversion or Exercise Price of Derivative Security		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orderivative 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)		
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Restricted Stock Unit	<u>(1)</u>	05/22/2018		M		1,018	<u>(1)</u>	<u>(1)</u>	Common Stock	1,018
	Restricted Stock Unit	<u>(3)</u>	05/22/2018		A	1,000		(3)	(3)	Common Stock	1,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Transfer and an area area.	Director	10% Owner	Officer Other				
COMPTON CRAIG S 63 CONSTITUTION DRIVE CHICO, CA 95973	X						

## **Signatures**

/s/ Craig Compton By Jason Cove
Attorney-In-Fact

\*\*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 23, 2017 that vested on May 22, 2018
- (2) Reporting person is a trustee of the Issuers Employee Stock Ownership Plan. The reporting person has no security interest in, and disclaims beneficial ownership of the securities.
- (3) Represents the grant of Restricted Stock Units. 100% of the shares vest on 05/21/2019. Cash dividends on RSUs are reinvested in shares of common stock of the issuer at fair market value on the date of dividend payment.

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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