SMITH RICHARD P

Form 4 July 06, 2009

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

OMB APPROVAL

burden hours per

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(b).

Stock

Common

Stock

06/30/2009

(Print or Type Responses)

SMITH RICHARD P

1. Name and Address of Reporting Person *

| | | TRICO | TRICO BANCSHARES / [tcbk] | | | | (Check all applicable) | | | | |
|---|---|---|---|---|--------|---|--|--|---|--|--|
| (Last) (First) (Middle) 63 CONSTITUTION DRIVE | | (Month/I | 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2009 | | | | _X Director 10% Owner Other (specify below) President & CEO | | | | |
| | | | endment, Date Original hth/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | | |
| CHICO, CA | A 95973 | | | | | | Form filed by M Person | More than One Re | porting | | |
| (City) | (State) | (Zip) Tab | le I - Non-I | Derivative | Securi | ities Acq | uired, Disposed o | f, 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) | 3. Transactic Code (Instr. 8) | 4. Securit on(A) or Di (Instr. 3, | 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) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Common Stock | 07/03/2009 | | J <u>(1)</u> | 0 | A | \$0 | 54,110 | D | | | |
| Common | 07/03/2009 | | J <u>(1)</u> | 0 | A | \$ 0 | 1,206,777 | I | By TriCo ESOP of which I | | |

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

J(2)

1.5181

am a Trustee

By spouse

I

185.2143

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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)

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | | 4. Transacti | 5. orNumber | 6. Date Exerc Expiration Da | | 7. Title | | 8. Price of Derivative | 9. Nu Deriv |
|------------------------|---|--------------------------------------|----------------------|--------------------|---|--------------------------------|--------------------|--------------------|--|------------------------|---|
| Security (Instr. 3) | or Exercise Price of Derivative Security | (manazay, 16ar) | any (Month/Day/Year) | Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/ | | Underly Securit | ying | Security (Instr. 5) | Secur Bene Owne Follo Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title 1 | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | | Relat | | | |
|--------------------------------|------|--------|------|--|--|
| | D: 4 | 1007 0 | O.C. | | |

Director 10% Owner Officer Other

SMITH RICHARD P 63 CONSTITUTION DRIVE

63 CONSTITUTION DRIVE X President & CEO

CHICO, CA 95973

Signatures

Suzanne Youngs "Power of Attorney"

07/06/2009

**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) Please Note: The shares were acquired through dividend reinvestment for June 2009.

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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