

WESTAMERICA BANCORPORATION

Form 4

August 04, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ZBACNIK FRANK R

2. Issuer Name and Ticker or Trading Symbol
WESTAMERICA
BANCORPORATION [WABC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/02/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP/Chief Credit Administrator

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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)	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)	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 Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	08/02/2006		M		402 A \$ 40.75		D
Common Stock	08/02/2006		S		402 D \$ 48.14		D
Common Stock	08/02/2006		M		500 A \$ 40.75		D
Common Stock	08/02/2006		S		500 D \$ 48.12		D
Common Stock	08/02/2006		M		100 A \$ 40.75		D

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Common Stock	08/02/2006		S	100	D	\$ 48.11	35.4755	D	
Common Stock	08/02/2006		M	500	A	\$ 40.75	535.4755	D	
Common Stock	08/02/2006		S	500	D	\$ 48.1	35.4755	D	
Common Stock	08/02/2006		M	100	A	\$ 40.75	135.4755	D	
Common Stock	08/02/2006		S	100	D	\$ 48.09	35.4755	D	
Common Stock	08/02/2006		M	700	A	\$ 40.75	735.4755	D	
Common Stock	08/02/2006		S	700	D	\$ 48.08	35.4755	D	
Common Stock	08/02/2006		M	802	A	\$ 40.75	837.4755	D	
Common Stock	08/02/2006		S	802	D	\$ 48.06	35.4755	D	
Common Stock	08/02/2006		M	769	A	\$ 40.75	804.4755	D	
Common Stock	08/02/2006		S	769	D	\$ 48.05	35.4755	D	
Common Stock	08/02/2006		M	127	A	\$ 40.75	162.4755	D	
Common Stock	08/02/2006		S	127	D	\$ 48.04	35.4755	D	
Common Stock							4,270	I	Deferred
Common Stock							10,503.661	I	ESOP

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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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Derivative Security	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Code	V	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(A)	(D)						
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	40
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	50
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	50
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	70
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	80
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	70
Non-Qualified Stock Option (right to buy)	\$ 40.75	08/02/2006	M		01/23/2004 ⁽¹⁾	01/23/2013	Common Stock	12

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZBACNIK FRANK R			SVP/Chief Credit Administrator	

Signatures

/s/ Frank R.
Zbacnik

08/04/2006

__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) Options vest ratably over three years beginning one year from date of grant.

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