

WESTAMERICA BANCORPORATION
 Form 4
 November 03, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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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)

 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 11/02/2005
 4. If Amendment, Date Original Filed(Month/Day/Year)

Director 10% Owner
 Officer (give title below) Other (specify below)
 SVP/Chief Credit Administrator
 6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 or Price | | |
| Common Stock | 11/02/2005 | | M | | \$ 39.4062 | 1,035.2012 | D |
| Common Stock | 11/02/2005 | | S | | \$ 53.6236 | 35.2012 | D |
| Common Stock | 11/02/2005 | | M | | \$ 39.4062 | 1,035.2012 | D |
| Common Stock | 11/02/2005 | | S | | \$ 53.639 | 35.2012 | D |
| Common Stock | 11/02/2005 | | M | | \$ 39.4062 | 1,035.2012 | D |

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| | | | | | | | | | | |
|--------------|------------|--|---|-------|---|------------|---------------------------|---|--|----------|
| Common Stock | 11/02/2005 | | S | 1,000 | D | \$ 53.66 | 35.2012 | D | | |
| Common Stock | 11/02/2005 | | M | 1,000 | A | \$ 39.4062 | 1,035.2012 | D | | |
| Common Stock | 11/02/2005 | | S | 1,000 | D | \$ 53.662 | 35.2012 | D | | |
| Common Stock | 11/02/2005 | | M | 1,000 | A | \$ 39.4062 | 1,035.2012 | D | | |
| Common Stock | 11/02/2005 | | S | 1,000 | D | \$ 53.6913 | 35.2012 | D | | |
| Common Stock | 11/02/2005 | | M | 1,000 | A | \$ 39.4062 | 1,035.2012 | D | | |
| Common Stock | 11/02/2005 | | S | 1,000 | D | \$ 53.6933 | 35.2012 | D | | |
| Common Stock | 11/02/2005 | | M | 1,000 | A | \$ 39.4062 | 1,035.2012 | D | | |
| Common Stock | 11/02/2005 | | S | 1,000 | D | \$ 53.7058 | 35.2012 | D | | |
| Common Stock | 11/02/2005 | | M | 1,000 | A | \$ 39.4062 | 1,035.2012 | D | | |
| Common Stock | 11/02/2005 | | S | 1,000 | D | \$ 53.7186 | 35.2012 | D | | |
| Common Stock | 11/02/2005 | | M | 420 | A | \$ 39.4062 | 455.2012 | D | | |
| Common Stock | 11/02/2005 | | S | 420 | D | \$ 53.797 | 35.2012 ⁽³⁾ | D | | |
| Common Stock | | | | | | | 1,570 | I | | Deferred |
| Common Stock | | | | | | | 10,108.583 ⁽¹⁾ | I | | ESOP |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Acquired | 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 | | | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | An or Nu of SH |
|-------------------------------------------|------------|------------|---------------------------------------------|-------|---------------------------|-----------------|--------------|----------------|
| | | | Code | V | | | | |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 1,000 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 1,000 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 1,000 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 1,000 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 1,000 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 1,000 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 1,000 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 1,000 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |
| Non-Qualified Stock Option (right to buy) | \$ 39.4062 | 11/02/2005 | M | 420 | 01/25/2002 ⁽²⁾ | 01/25/2011 | Common Stock | 1 |

Reporting Owners

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

Signatures

by: Frank R.
Zbacnik

11/03/2005

__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) Includes allocations through 9/30/05 from the latest quarterly report, to Westamerica Bancorporation's Tax Deferred Savings/Retirement (ESOP) Plan.
 - (2) Options vest ratably over three years beginning one year from grant date.
 - (3) Includes dividends reinvested through 8/31/05.

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.