WESTAMERICA BANCORPORATION

## Form 8-K

April 20, 2006
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                    UNITED STATES
                    SECURITIES AND EXCHANGE COMMISSION
                Washington, DC 20549
                    FORM 8-K
                        CURRENT REPORT PURSUANT
        TO SECTION 13 OR 15(D) OF THE
                SECURITIES EXCHANGE ACT OF 1934
            Date of Report (Date of earliest event reported):
                        April 19, 2006
                        WESTAMERICA BANCORPORATION
        (Exact Name of Registrant as Specified in Its Charter)
                        CALIFORNIA
                            ----------
        (State or Other Jurisdiction of Incorporation)
            001-9383 94-2156203
                                (IRS Employer Identification No.)
                1 1 0 8 \text { Fifth Avenue, San Rafael, California 94901}
                -------------------------------------------------------------------
        (Address of Principal Executive Offices) (Zip Code)
```

                    (707) 863-6000
            (Registrant's Telephone Number, Including Area Code)
    Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:
[] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
[] Soliciting material pursuant to Rule $14 a-12$ under the Exchange Act (17 CFR 240.14a-12)
[] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR $240.14 d-2(\mathrm{~b})$ )
[] Pre-commencement communications pursuant to Rule $13 e-4$ (c) under the Exchange Act (17 CFR 240.13e-4c))

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Exhibits
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99.1 Press release dated April 18, 2006
Item 2.02: Results of Operations and Financial Condition

On April 18, 2006 Westamerica Bancorporation announced their
quarterly earnings for the first quarter of 2006 . A copy of
the press release is attached as Exhibit 99.1 to this Form 8-K
and is incorporated herein by reference.
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Signatures
Pursuant to the Securities Exchange Act of 1934 , the registrant has
duly caused this report to be signed on its behalf by the undersigned
hereunto duly authorized.
Westamerica Bancorporation
/s/ JOHN "ROBERT" THORSON

John "Robert" Thorson
Senior Vice President and Chief Financial Officer
April 19, 2006
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INDEX TO EXHIBITS

| Exhibit No. | Description | Sequentially <br> $----------~$ <br> $(99.1)$ |
| :---: | :--- | :---: |
|  | Press release dated | Number Page |
|  | April 18,2006 | -----------------------------------16 |

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## WESTAMERICA BANCORPORATION REPORTS FIRST QUARTER 2006 RESULTS

San Rafael, CA: Westamerica Bancorporation (NASDAQ: WABC), parent company of Westamerica Bank, today reported quarterly net income for the first quarter of 2006 of $\$ 26.1$ million or $\$ 0.81$ diluted earnings per share compared to $\$ 22.3$ million or $\$ 0.68$ diluted earnings per share for the first quarter of 2005 . Prior year results reflect the retrospective adoption of Statement of Financial Accounting Standard 123 (revised), which requires recognition of compensation expense for equity awards to employees. First quarter 2005 results include one month of operating results following the March 1, 2005 acquisition of Redwood Empire Bancorp. First quarter 2005 results also include a loss on sale of available-for-sale investment securities totaling $\$ 2.8$ million, net of tax, or $\$ 0.08$ per diluted share outstanding.
"We are very pleased with first quarter results, given the difficult interest rate environment. Profitability levels remain high with first quarter 2006 return on equity of 24.9 percent and return on assets of 2.10 percent," said Chairman, President and CEO David Payne. "Our low cost of funds, low credit costs, improved fee income, and low cost structure result in net income equal to 38.6 percent of revenues," added Payne.

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Net interest income on a fully taxable equivalent (FTE) basis was \$54.0 million in the first quarter of 2006 , compared to $\$ 55.8$ million in the prior quarter and to $\$ 55.0$ million in the first quarter of 2005 . The first quarter 2006 net interest margin on a fully taxable equivalent basis was 4.73 percent, compared to 4.80 percent in the prior quarter and 4.90 percent for the first quarter of 2005.

The provision for loan losses was $\$ 150$ thousand for the first quarter of 2006 , compared to $\$ 150$ thousand in the previous quarter, and $\$ 300$ thousand in the first quarter of 2005. Net loan losses totaled $\$ 231$ thousand or 0.04 percent of average loans (annualized) in the first quarter of 2006.

Noninterest income in the first quarter of 2006 totaled $\$ 13.6$ million compared to $\$ 7.2$ million in the first quarter 2005 , which included a $\$ 4.9$ million loss on sale of investment securities. Merchant credit card income increased \$1.1 million in the first quarter 2006 compared to the year ago period primarily due to the acquired merchant card servicing business of Redwood Empire Bancorp on March 1, 2005. Debit card fees were also higher than the year ago period due to higher activity levels.

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Noninterest expense for the first quarter of 2006 totaled $\$ 25.5$ million, $\$ 1.5$ million lower than the previous quarter, and $\$ 400$ thousand lower than the first quarter of 2005. The decrease from the prior quarter is primarily due to lower personnel costs, professional fees, and operational losses. The decrease from the first quarter of 2005 is primarily due to lower personnel costs and professional fees, offset in part by higher amortization of intangible assets and occupancy costs. The first quarter 2006 efficiency ratio (expenses/revenues) was 37.7 percent compared to 38.4 percent in the prior quarter.

At March 31, 2006, shareholders' equity was $\$ 429$ million and the equity-to-asset ratio was 8.5 percent. During the first quarter of 2006 repurchases of the Company's common stock totaled approximately 338 thousand shares, net of shares issued.

At March 31, 2006, the Company's assets totaled $\$ 5.1$ billion and total loans outstanding totaled $\$ 2.6$ billion.

Westamerica Bancorporation, through its wholly owned subsidiary Westamerica Bank, currently operates 87 branches and two trust offices throughout 21 Northern and Central California counties.

Westamerica Bancorporation Web Address: www.westamerica.com

For additional information contact:
Westamerica Bancorporation
Robert A. Thorson - SVP \& Chief Financial Officer
707-863-6840

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FORWARD-LOOKING INFORMATION:
The following appears in accordance with the Private Securities Litigation Reform Act of 1995:

This press release may contain forward-looking statements about the Company, including descriptions of plans or objectives of its management for future operations, products or services, and forecasts of its revenues, earnings or other measures of economic performance. Forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts. They often include the words "believe," "expect," "anticipate," "intend," "plan," "estimate," or words of similar meaning, or future or conditional verbs such as "will," "would," "should," "could," or "may."

Forward-looking statements, by their nature, are subject to risks and uncertainties. A number of factors - many of which are beyond the Company's control - could cause actual conditions, events or results to differ significantly from those described in the forward-looking statements. The Company's most recent annual and quarterly reports filed with the Securities and Exchange Commission, including the Company's Form $10-\mathrm{K}$ for the year ended December 31, 2005, describe some of these factors, including certain credit, market, operational, liquidity and interest rate risks associated with the Company's business and operations. Other factors described in these reports include changes in business and economic conditions, competition, fiscal and monetary policies, disintermediation, legislation including the Sarbanes-Oxley Act of 2002 and the Gramm-Leach-Bliley Act of 1999, and mergers and acquisitions.

Forward-looking statements speak only as of the date they are made. The Company does not undertake to update forward-looking statements to reflect circumstances or events that occur after the date forward looking statements are made.
\#\#\#\#\#

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WESTAMERICA BANCORPORATION
Public Information April 18, 2006
FINANCIAL HIGHLIGHTS
March 31, 2006

1. Net Income Summary.

(Fully Taxable Equivalent)

| 2. Provision for Credit Losses | 150 | 300 | -50.0\% | 150 | $0.0 \%$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 3. Noninterest Income: |  |  |  |  |  |  |
| 4. Investment Securities (Loss/Impairment) Gains | 0 | $(4,903)$ | $\mathrm{n} / \mathrm{m}$ | 0 | $\mathrm{n} / \mathrm{m}$ |  |
| 5. Other | 13,639 | 12,098 | 12.7\% | 14,427 | -5.5\% | 13, |
| 6. Total Noninterest Income | 13,639 | 7,195 | 89.6\% | 14,427 | -5.5\% | 13, |
| 7. Noninterest Expense | 25,483 | 25,863 | $-1.5 \%$ | 26,980 | -5.5\% | 25, |
| 8. Income Tax Provision (FTE) | 15,863 | 13,741 | $15.4 \%$ | 16,003 | -0.9\% | 15, |
| 9. Net Income | \$26, 117 | \$22,310 | $17.1 \%$ | \$27, 124 | $-3.7 \%$ | \$26, |
| 10.Average Shares Outstanding | 31,688 | 32,022 | -1.0\% | 32,029 | -1.1\% | 31, |
| 11.Diluted Average Shares Outstanding | 32,276 | 32,680 | $-1.2 \%$ | 32,572 | -0.9\% | 32, |
| 12.Operating Ratios: |  |  |  |  |  |  |
| 13. Basic Earnings Per Share | \$0.82 | \$ 0.70 | 18.3\% | \$ 0.85 | $-2.7 \%$ | \$0 |
| 14. Diluted Earnings Per Share | 0.81 | 0.68 | 18.5\% | 0.83 | -2.8\% | 0 |
| 15. Return On Assets (annualized) | $2.10 \%$ | $1.86 \%$ |  | $2.11 \%$ |  | 2 |
| 16. Return On Equity (annualized) | $24.9 \%$ | $24.2 \%$ |  | 25.5\% |  | 2 |
| 17. Net Interest Margin (FTE) | 4.73\% | $4.90 \%$ |  | $4.80 \%$ |  |  |
| 18. Efficiency Ratio (FTE) | $37.7 \%$ | 41.6\% |  | $38.4 \%$ |  | 3 |
| 19. Dividends Paid Per Share | \$0.32 | \$0.30 | $6.7 \%$ | \$ 0.32 | $0.0 \%$ | \$0 |
| 20.Dividend Payout Ratio | 40\% | 44\% |  | 38\% |  |  |

2. Net Interest Income.

|  | (dollars in thousands) |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | Q1'06 | Q1'05 | $\begin{gathered} \text { Q1'06 / } \\ \text { Q1'05 } \end{gathered}$ | Q4'05 | $\begin{array}{cc} \text { Q1'06 / } \\ \text { Q4'05 } & \\ \hline 131.06 \end{array}$ |
| 1. Interest and Fee Income (FTE) | \$68,486 | \$63,376 | 8.1\% | \$68,349 | 0.2\% \$68, |
| 2. Interest Expense | 14,512 | 8,357 | $73.6 \%$ | 12,519 | 15.9\% 14 |
| 3. Net Interest Income (FTE) | \$53,974 | \$55, 019 | $-1.9 \%$ | \$55,830 | -3.3\% \$53, |
| 4. Average Earning Assets | \$4,606,178 | \$4,518,930 | 1.9\% | 639,319 | -0.7\%\$4, 606, |
| 5. Average Interest-Bearing Liabilities | 3,205,366 | 3,132,418 | 2.3\% | 168,720 | 1.2\% 3,205, |
| 6. Yield on Earning Assets (FTE) | $6.00 \%$ | 5. $65 \%$ |  | $5.87 \%$ | 6 |
| 7. Cost of Funds | 1.27\% | $0.75 \%$ |  | $1.07 \%$ |  |
| 8. Net Interest Margin (FTE) | $4.73 \%$ | $4.90 \%$ |  | $4.80 \%$ |  |
| 9. Interest Expense/InterestBearing Liabilities | 1. $82 \%$ | 1.08\% |  | 1.56\% | 1 |
| 10.Net Interest Spread (FTE) | $4.18 \%$ | $4.57 \%$ |  | $4.31 \%$ | 4 |

WESTAMERICA BANCORPORATION
3. Loans \& Other Earning Assets.

(average volume, dollars in thousands)
Q1'06 /
$\begin{array}{lllll}\text { Q1'06 Q1'05 } & \text { Q1'05 } & \text { Q4'05 } & \text { Q4'05 } & \text { 3/31'06 }\end{array}$

```
1. Total Assets
2. Total Earning Assets
3. Total Loans
4. Commercial Loans
5. Commercial Real Estate Loans
6. Consumer Loans
7. Total Investment Securities
8. Available For Sale
            (Market Value)
9. Held To Maturity
10. HTM Unrealized (Loss)
                    at Period-End
11.Loans / Deposits
```

$69.1 \%$
$63.9 \%$
$67.1 \%$
4. Deposits \& Other Interest-Bearing Liabilities.

## (average volume, dollars in thousands)

|  |  | Q1'06 / |  | Q1'06 / |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Q1'06 | Q1'05 | Q1'05 | Q4'05 | Q4'05 | 3/31'06 |


| 1. Total Deposits \$ | \$3,784,436 | \$3,716,554 | $1.8 \%$ | 3,898,859 | -2.9\%\$3, 784, |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 2. Noninterest Demand | 1,355,501 | 1,314,485 | 3.1\% | 1,435,193 | -5.6\% | 1, 355, |
| 3. Interest-Bearing Transaction | 651,547 | 610,152 | 6.8\% | 655,109 | -0.5\% | 651 , |
| 4. Savings | 1,022,087 | 1,114,421 | -8.3\% | 1,073,971 | -4.8\% | 1,022, |
| 5. Other Time >\$100K | 501,299 | 406,034 | $23.5 \%$ | 470,016 | $6.7 \%$ | 501 , |
| 6. Other Time <\$100K | 254,002 | 271,462 | -6.4\% | 264,570 | -4.0\% | 254,0 |
| 7. Total Short-Term Borrowings | 738,308 | 703,468 | 5.0\% | 664,752 | 11.1\% | 738, |
| 8. Fed Funds Purchased | 548,495 | 551,080 | -0.5\% | 480,649 | $14.1 \%$ | 548 , |
| 9. Other Short-Term Funds | 189,813 | 152,388 | $24.6 \%$ | 184,103 | 3.1 \% | 189, |
| 10.Long-Term Debt | 38,124 | 26,881 | $41.8 \%$ | 40,302 | $-5.4 \%$ | 38 , |
| 11. Shareholders' Equity | 424,832 | 373,627 | $13.7 \%$ | 421,536 | $0.8 \%$ | 424 , |
| 12.Demand Deposits / Total Deposits | s $35.8 \%$ | $35.4 \%$ |  | $36.8 \%$ |  |  |
| 13.Transaction \& Savings Deposits / Total Deposits | / 80.0\% | 81.8\% |  | 81.2\% |  | 8 |

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5. Interest Yields Earned \& Rates Paid.
(dollars in thousands)

| Average Volume | Income/ Expense | Yield/ Rate | Yield/ <br> Rate | Average Volume |
| :---: | :---: | :---: | :---: | :---: |


6. Noninterest Income.

| Q1'06 | Q1'05 | $\begin{gathered} \text { Q1'06 / } \\ \text { Q1'05 } \end{gathered}$ | Q4'05 | $\begin{gathered} \text { Q1'06 / } \\ \text { Q4'05 } \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: |
| \$7,083 | \$6,927 | 2.3\% | \$7,202 | -1.6\% |
| 2,385 | 1,298 | 83.8\% | 2,751 | -13.3\% |
| 678 | 624 | 8.6\% | 653 | 3.8\% |
| 828 | 697 | 18.8\% | 865 | -4.2\% |
| 298 | 279 | 6.8\% | 380 | -21.6\% |
| 50 | 100 | -50.5\% | 62 | -20.1\% |
| 282 | 273 | 3.3\% | 275 | 2.5\% |
| 2,035 | 1,900 | 7.1\% | 2,239 | -9.1\% |

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| 9. Sub-total | 13,639 | 12,098 | 12.7\% | 14,427 | -5.5\% | 13, |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 10.Gains on Sales of Real Property | 0 | 0 | $\mathrm{n} / \mathrm{m}$ | 0 | $\mathrm{n} / \mathrm{m}$ |  |
| 11. Investment Securities | 0 | $(4,903)$ | $\mathrm{n} / \mathrm{m}$ | 0 | $\mathrm{n} / \mathrm{m}$ |  |
| Gains (Losses) |  |  |  |  |  |  |
| 12. Total Noninterest Income | \$13,639 | \$7,195 | 89.6\% | \$14,427 | -5.5\% | \$13, |
| 13.Operating Ratios: |  |  |  |  |  |  |
| 14. Total Revenue (FTE) | \$67,614 | \$62, 214 | 8.7\% | \$70,257 | $-3.8 \%$ | \$ 67 , |
| 15. Noninterest Income / Revenue (FTE) | 20.2\% | 11.6\% |  | 20.5\% |  | 2 |
| 16. Service Charges / Deposits (annualized) | $0.76 \%$ | $0.76 \%$ |  | $0.73 \%$ |  | 0 |
| 17. Total Revenue Per Share (annualized) | \$8.65 | \$7.88 | 9.8\% | \$8.70 | -0.6\% | \$8 |

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Public Information April 18, 2006
7. Noninterest Expense.
(dollars in thousands)

|  | Q1'06 | Q1'05 | Q1'06 | Q1'06/ |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Q1'05 | Q4'05 | $3 / 31^{\prime} 06$ |  |  |  |


| 1. Salaries \& Benefits | \$13,258 | \$13,883 | -4.5\% | \$13,867 | -4.4\% | \$13, |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 2. Occupancy | 3,232 | 2,952 | 9.5\% | 3,196 | 1.1\% | 3 , |
| 3. Equipment | 1,266 | 1,230 | 2.9\% | 1,321 | -4.1\% | 1 , |
| 4. Data Processing | 1,534 | 1,548 | -0.9\% | 1,524 | $0.7 \%$ | 1, |
| 5. Courier | 922 | 926 | -0.4\% | 952 | -3.2\% |  |
| 6. Postage | 410 | 422 | -2.8\% | 441 | -7.0\% |  |
| 7. Telephone | 432 | 528 | $-18.2 \%$ | 497 | -13.1\% |  |
| 8. Professional Fees | 457 | 720 | -36.5\% | 599 | -23.7\% |  |
| 9. Stationery \& Supplies | 270 | 348 | -22.5\% | 314 | -14.2\% |  |
| 10.Loan Expense | 195 | 204 | -4.6\% | 200 | -2.7\% |  |
| 12.Operational Losses | 188 | 190 | -0.8\% | 303 | -37.8\% |  |
| 13.Amortization of Identifiable Intangibles | 1,040 | 405 | $\mathrm{n} / \mathrm{m}$ | 1,064 | -2.3\% | 1, |
| 14.Other Operating | 2,279 | 2,507 | -9.1\% | 2,702 | $-15.6 \%$ | 2, |
| 15.Total Noninterest Expense | \$25,483 | \$25,863 | -1.5\% | \$26,980 | -5.5\% | \$25, |
| 16.Full Time Equivalent Staff | 939 | 963 | -2.5\% | 945 | -0.6\% |  |
| 17.Average Assets / Full Time Equivalent Staff | \$5,383 | \$5,052 | 6. $6 \%$ | \$5,385 | -0.0\% | \$5, |
| 18.Operating Ratios: |  |  |  |  |  |  |
| 19. FTE Revenue / Full Time Equivalent Staff (annualized) | \$292 | \$262 | $11.5 \%$ | \$295 | $-1.0 \%$ | \$ |
| 20. Noninterest Expense / Earning Assets (annualized) | $2.24 \%$ | $2.32 \%$ |  | $2.31 \%$ |  | 2 |
| 21. Noninterest Expense / Revenues | $37.7 \%$ | $41.6 \%$ |  | 38.4\% |  | 3 |

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8. Provision for Credit Losses.

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1. Provision for Credit Losses
2. Gross Loan Losses
3. Net Loan Losses
4. Recoveries / Gross Loan Losses
5. Average Total Loans
6. Net Loan Losses / Loans (annualized)
7. Provision for Credit Losses / Loans (annualized)
8. Provision for Credit Losses / Net Loan Losses
(dollars in thousands)

9. Credit Quality.
(dollars in thousands)

|  | $3 / 31 / 06$ | $/$ | $3 / 31 / 06 / 2$ |  |  |
| :--- | :--- | :--- | :--- | :--- | :--- |
| $3 / 31 / 06$ | $3 / 31 / 05$ | $3 / 31 / 05$ | $12 / 31 / 05$ | $12 / 31 / 05$ | $9 / 30$ |


| 1. Nonperforming Nonaccrual Loans | \$2,993 | \$1,766 | 69.5\% | \$2,068 | $44.7 \%$ | \$2, |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 2. Performing Nonaccrual Loans | 3,232 | 6,550 | -50.7\% | 4,256 | -24.1\% | 4, |
| 3. Total Nonaccrual Loans | 6,225 | 8,316 | -25.1\% | 6,324 | $-1.6 \%$ | 6, |
| 4. Accruing Loans 90+ Days Past Due | 29 | 107 | $\mathrm{n} / \mathrm{m}$ | 162 | $\mathrm{n} / \mathrm{m}$ | 1, |
| 5. Total Nonperforming Loans | 6,254 | 8,423 | -25.8\% | 6,486 | -3.6\% | 8, |
| 6. Repossessed Collateral | 0 | 0 | $\mathrm{n} / \mathrm{m}$ | 0 | $\mathrm{n} / \mathrm{m}$ |  |
| 7. Total Nonperforming Loans \& |  |  |  |  |  |  |
| 8. Repossessed Collateral | \$6,254 | \$8,423 | -25.8\% | \$6,486 | -3.6\% | \$8, |
| 9. Classified Loans | \$28,878 | \$35,258 | -18.1\% | \$29,997 | $-3.7 \%$ | \$36, |
| 10.Allowance for Loan Losses | \$55,768 | \$59,859 | -6.8\% | \$55,849 | -0.1\% | \$59, |
| 11. Total Loans Outstanding | 2,639,968 | 2,708,052 | -2.5\% | 2,672,221 | -1.2\% | 675 , |
| 12. Total Assets | 5,055,553 | 5,200,460 | -2.8\% | 5,157,559 | -2.0\% | 161 , |


| 13.Allowance for Loan Losses / Total Loans | 2.11\% | 2.21\% | $2.09 \%$ |
| :---: | :---: | :---: | :---: |
| 14. Nonperforming Loans / Total Loans | $0.24 \%$ | $0.31 \%$ | $0.24 \%$ |
| 15.Nonperforming Loans \& Repossessed |  |  |  |
| 16. Collateral / Total Assets | $0.12 \%$ | $0.16 \%$ | $0.13 \%$ |
| 17.Allowance / Nonperforming Loans | 892\% | 711\% | $861 \%$ |
| 18.Allowance for Loan Losses / | 193\% | 170\% | 186\% |
| / Classified Loans |  |  |  |
| 19.Classified Loans / |  |  |  |
| 20. (Equity + Allowance | 6.0\% | $7.0 \%$ | $6.1 \%$ |
| for Loan Losses) |  |  |  |

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10. Capital.

Public Information April 18, 2006

| 3/31/06 | 3/31/05 | $\begin{aligned} & 3 / 31 / 06 \\ & 3 / 31 / 05 \end{aligned}$ | $12 / 31 / 05$ | $\begin{aligned} & 3 / 31 / 06 / \\ & 12 / 31 / 05 \end{aligned}$ |
| :---: | :---: | :---: | :---: | :---: |
| \$429,372 | \$445,924 | $-3.7 \%$ | \$435,064 | $-1.3 \%$ |
| 303,344 | 297,791 | 1.9\% | 296,746 | 2. $2 \%$ |
| 345,786 | 342,146 | 1.1\% | 339,881 | 1. $7 \%$ |
| 5,055,553 | 5,200,460 | -2.8\% | 5,157,559 | -2.0\% |
| 3,222,355 | 3,329,316 | -3.1\% | 3,267,226 | $-1.3 \%$ |
| 8. $49 \%$ | 8. $57 \%$ |  | 8. $44 \%$ |  |
| $16.26 \%$ | $16.47 \%$ |  | $16.28 \%$ |  |
| $6.00 \%$ | $5.73 \%$ |  | 5.75\% |  |
| 9.41\% | 8.94\% |  | 9.08\% |  |
| $10.73 \%$ | 10.28\% |  | 10.40\% |  |
| 31,544 | 32,939 | -4.2\% | 31,882 | -1.1\% |
| \$13.61 | \$13.54 | $0.5 \%$ | \$13.65 | -0.2\% |
| 51.92 | 51.77 | $0.3 \%$ | 53.07 | -2.2\% |

1. Shareholders' Equity
2. Tier I Regulatory Capital
3. Total Regulatory Capital
4. Total Assets
5. Risk-Adjusted Assets
6. Shareholders' Equity /

Total Assets
7. Shareholders' Equity /

Total Loans
8. Tier I Capital / Total Assets
9. Tier I Capital /

Risk-Adjusted Assets
10.Total Capital /

Risk-Adjusted Assets
11.Shares Outstanding
12. Book Value Per Share
13. Market Value Per Share
$\$ 13.61 \quad \$ 13.54 \quad$ 0.5\% $\$ 13.65$
51.92
51.77
$0.3 \%$
$-1.1 \%$
$-2.2 \%$
16. Average Repurchase Price
17. Net Shares Repurchased (Issued)
$\$ 53.62 \quad \$ 54.59$
$-1.8 \%$
$(1,299)$

1. $8 \%$
$\mathrm{n} / \mathrm{m}$

338

- $\$ 52.91$

316

$$
\begin{aligned}
& 1.3 \% \\
& \mathrm{n} / \mathrm{m}
\end{aligned}
$$

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Public Information April 18, 2006
11.Period-End Balance Sheets.
(dollars in thousands)

|  | $3 / 31 / 06$ | $3 / 31 / 06 / 3 / 1 / 06$ | $3 / 31 / 05$ | $3 / 31 / 05$ |
| :--- | :--- | :--- | :--- | :--- | $12 / 31 / 05 \quad 12 / 31 / 05 \quad 9 / 30 /$

1. Assets:
2. Cash and Money Market Assets $\$ 188,481$ \$168,881 11.6\% \$209,807 $\quad$-10.2\%
3. Investment Securities 642,996 719,097 -10.6\% 662,388 660, Available For Sale
4. Investment Securities Held to Maturity
5. Loans, gross
6. Allowance For Loan Losses
7. Loans, net
8. Premises and Equipment

| 1,307,848 | 1,331,870 |
| :---: | :---: |
| $\begin{array}{r} 2,639,968 \\ (55,768) \end{array}$ | $\begin{array}{r} 2,708,052 \\ (59,859) \end{array}$ |
| 2,584,200 | 2,648,193 |

10. Identifiable Intangible Assets
11. Goodwill
12. Interest Receivable and Other Assets
13. Total Assets
$\$ 5,055,553 \$ 5,200,460$
$======================$
$-1.8 \% 1,337,216$
$-2.2 \% 1,358$
$-1.2 \% 2,675$
$-6.8 \% \quad(55,849) \quad-0.1 \% \quad(59$,
$-2.4 \% 2,616,372-1.2 \% 2,616$,

| $-8.6 \%$ | 33,221 | $-2.1 \%$ | 33, |
| :---: | :---: | :---: | :---: |
| $\mathrm{n} / \mathrm{m}$ | 26,170 | -4.0\% | 27, |
| $\mathrm{n} / \mathrm{m}$ | 121,907 | -0.2\% | 124, |
| 9.1\% | 150,478 | 1.4\% | 147, |
| $-2.8 \%$ | 157,559 | $-2.0 \%$ | 161, |

14.Liabilities and Shareholders' Equity:
15. Deposits:
16. Noninterest Bearing \$1,355,426 \$1,371,819
17. Interest-Bearing Transaction 641,264 626,693
18. Savings 1,004,964 1,166,858
19. Time

737,532 773,473

| $-1.2 \%$ | $\$ 1,419,313$ |
| ---: | ---: |
| $2.3 \%$ | 658,667 |
| $-13.9 \%$ | 1, |

$-4.5 \% \$ 1,412$
$-1.7 \% 1,094$
$-1.1 \% \quad 732$,
3,739,186 3,938,843
-4.6\% 745,476
$-5.1 \% 3,846,101$
$-2.8 \% 3,873$
---------------------------

| 784,639 | 710,530 | 10.4\% | 775,173 | 1. $2 \%$ | 764 |
| :---: | :---: | :---: | :---: | :---: | :---: |
| 37,030 | 40,391 | -8.3\% | 40,281 | -8.1\% | 40 |
| 65,326 | 64,772 | $0.9 \%$ | 60,940 | 7. $2 \%$ | 42, |
| 4,626,181 | 754,536 | -2.7\% | 722,495 | -2.0\% | 721, |

26. Paid-In Capital $\$ 344,941 \quad \$ 347,534 \quad-0.7 \% \quad \$ 345,458 \quad-0.1 \% \quad \$ 345$,
27. Unrealized Gain (Loss) on Investment Securities
28. Available For Sale
(830) 3,511
$\mathrm{n} / \mathrm{m} \quad 1,882$
$-144.1 \%$
2,

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29. Retained Earnings
30.Total Shareholders' Equity
31.Total Liabilities and Shareholders' Equity

| 85,261 | 94,879 | -10.1\% | 87,724 | $-2.8 \%$ | 92, |
| :---: | :---: | :---: | :---: | :---: | :---: |
| 429,372 | 445,924 | -3.7\% | 435,064 | -1.3\% | 440 , |
| \$5,055,553 | 200,460 | $-2.8 \%$ \$ | 157,559 | -2.0\% \$ | 161, |

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Public Information April 18, 2006
12. Income Statements.
$\begin{array}{ccccc}\text { (dollars in thousands, except per-share amounts) } \\ \text { Q1'06 } & \text { Q1'05 } & \text { Q1'06/ } & \text { Q1'05 } & \text { Q4'05 }\end{array}$

1. Interest and Fee Income:
2. Loans
3. Money Market Assets
and Funds Sold
4. Investment Securities Available For Sale
5. Investment Securities Held to Maturity
6. Total Interest Income
7. Interest Expense:
8. Transaction Deposits
9. Savings Deposits
10. Time Deposits
11. Short-Term Borrowed Funds
12. Debt Financing and Notes Payable
13.Total Interest Expense
13. Net Interest Income
14. Provision for Credit Losses
15. Noninterest Income:
16. Service Charges on Deposit Accounts
17. Merchant Credit Card
18. Financial Services Commission
19. Mortgage Banking
20. Trust Fees
21. Gains on Sales of Real Property
22. Securities Gains (Losses)
23. Other
24. Total Noninterest Income
$\$ 41,106 \$ 34,933$
1
7,574
$13,786 \quad 12,901$
----------------------------
62,467 57,303


| 47,955 | 48,946 |
| :---: | :---: |
| 150 | 300 |

$-50.0 \%$


1.3\% $\$ 41$
$\mathrm{n} / \mathrm{m}$
$-0.8 \% \quad 7$
$-1.5 \% \quad 13$
$0.4 \% \quad 62$
$-6.4 \%$
$-5.8 \%$
$14.3 \%$ 5,
$26.0 \% 6$
-6.2 응
$15.9 \% 14$
$-3.5 \% \quad 47$
$0.0 \%$
$-1.6 \%$
$-13.3 \%$
-21.6\%
$-20.1 \%$
$2.5 \%$
$\mathrm{n} / \mathrm{m}$
$\mathrm{n} / \mathrm{m}$
$-5.7 \% 3$
$-5.5 \% \quad 13$

| 26.Noninterest Expense: |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 27. Salaries and Related Benefits | 13,258 | 13,883 | -4.5\% | 13,867 | -4.4\% | 13, |
| 28. Occupancy | 3,232 | 2,952 | 9.5\% | 3,196 | 1.1\% | 3, |
| 29. Equipment | 1,266 | 1,230 | $2.9 \%$ | 1,321 | -4.1\% | 1, |
| 30. Data Processing | 1,534 | 1,548 | -0.9\% | 1,524 | $0.7 \%$ | 1, |
| 31. Professional Fees | 457 | 720 | $-36.5 \%$ | 599 | -23.7\% |  |
| 32. Other | 5,736 | 5,530 | $3.7 \%$ | 6,473 | -11.4\% | 5, |
| 33. Total Noninterest Expense | 25,483 | 25,863 | $-1.5 \%$ | 26,980 | -5.5\% | 25, |
| 34.Income Before Income Taxes | 35,961 | 29,978 | 20.0\% | 37,012 | -2. $8 \%$ | 35, |
| 35.Provision for income taxes | 9,844 | 7,668 | 28.4\% | 9,888 | -0.4\% | 9 , |
| 36. Net Income | \$26,117 | \$22,310 | 17.1\% | \$27,124 | $-3.7 \%$ | \$26, |
| 37.Average Shares Outstanding | 31,688 | 32,022 | -1.0\% | 32,029 | -1.1\% | 31, |
| 38.Diluted Average Shares Outstanding | 32,276 | 32,680 | -1.2\% | 32,572 | -0.9\% | 32, |
| 39.Per Share Data: |  |  |  |  |  |  |
| 40, Basic Earnings | \$ 0.82 | \$ 0.70 | 18.3\% | \$ 0.85 | -2.7\% | \$0 |
| 41. Diluted Earnings | 0.81 | 0.68 | 18.5\% | 0.83 | -2.8\% | 0 |
| 42. Dividends Paid | 0.32 | 0.30 | $6.7 \%$ | 0.32 | $0.0 \%$ | 0 |

