

TRICO BANCSHARES /
Form 4
February 12, 2015

FORM 4

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

OMB APPROVAL

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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 *
REDDISH THOMAS J

(Last) (First) (Middle)

63 CONSTITUTION DRIVE

(Street)

CHICO, CA 95928

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TRICO BANCSHARES / [TCBK]

3. Date of Earliest Transaction
(Month/Day/Year)
02/11/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP, Chief Financial Officer

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 (A) or (D)		
Common Stock	02/11/2015		A		7,330 (1) \$ 19.35	A	73,304.07 (2) D
Common Stock	02/11/2015		F		5,976 (3) \$ 23.73	D	67,328.07 (2) D
Common Stock	02/11/2015		F		686 (4) \$ 23.73	D	66,642.07 (2) D
Common Stock	02/11/2015		F		2,177 (5) \$ 23.73	D	64,465.07 (2) D
Common Stock	02/11/2015		A		2,670 \$ 19.35	A	67,135.07 (2) D

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- (3) Represents shares used to exercise Nonqualified Stock Options via the pyramid method.
- (4) Represents shares withheld to pay for tax liability after exercise of Nonqualified Stock Options.
- (5) Represents shares tendered to pay price to exercise Incentive Stock Options.

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