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WESTAMERICA BANCORPORATION

Form 4 April 04, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

5 Relationship of Reporting Person(s) to

obligations may continue. See Instruction

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 Jaguar Nama and Tiakar or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

THORSON	Symbol WEST	2. Issuer Name and Ticker or Trading Symbol WESTAMERICA BANCORPORATION [WABC]					Issuer (Check all applicable)				
(Last)	(First) (M	(Month/	3. Date of Earliest Transaction (Month/Day/Year) 04/03/2006				Director 10% Owner Officer (give title Other (specify below) SVP & Chief Financial Officer				
	(Street)		endment, Day/Yea		.1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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)	e 2A. Deemed Execution Date, if any (Month/Day/Year)	Code	ion(A) or D (D) (Instr. 3,	4 and (A) or	ed of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	04/03/2006		F	701	D	\$ 51.9	3,240 (1)	I	Deferred		
Common Stock							27.9194 (3)	D			
Common Stock							197.445 <u>(2)</u>	I	ESOP		
Common Stock							3,788 (1)	I	by Trust		
Common Stock							415	I	by Daughter RPT		

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Common Stock 415 I by Daughter SRT

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titi Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

THORSON JOHN A

SVP & Chief Financial Officer

Signatures

John "Robert" A.
Thorson

04/04/2006

**Signature of Reporting Date
Person

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) The reporting person deferred delivery of 1630 Restricted Performance Shares vesting in January 2004 until March 31, 2006. The shares were held in a Rabbi Trust ("deferred") until the prescheduled distribution. At the time of the distribution from the deferred account,929 shares were delivered to the reporting person's trust and 701 shares were sold by the deferred account administrator to pay the tax liability. Also, since the reporting person's last report, 1670 Restricted Performance Shares, vesting 1/26/06 and reported as direct

Reporting Owners 2

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holdings until delivery, were delivered to the reporting person's deferred account on 4/3/06.

- (2) Includes allocations through 2/28/06 to Westamerica Bancorporation's Tax Deferred Savings/Retirement (ESOP) plan.
- (3) Includes reinvested dividends through 2/28/06.

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.