

WESTAMERICA BANCORPORATION

Form 4

August 01, 2007

**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 \*  
PAYNE DAVID L

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)  
07/30/2007  
  
4. If Amendment, Date Original Filed(Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President & CEO  
  
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	07/30/2007		M	4,342	A \$ 32.7917	4,342	D	
Common Stock	07/30/2007		S	4,342	D \$ 40.84	0	D	
Common Stock	07/30/2007		M	20	A \$ 32.7917	20	D	
Common Stock	07/30/2007		S	20	D \$ 41.05	0	D	
Common Stock	07/30/2007		M	100	A \$ 32.7917	100	D	

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Common Stock	07/30/2007	S	100	D	\$ 41.03	0	D
Common Stock	07/30/2007	M	799	A	\$ 32.7917	799	D
Common Stock	07/30/2007	S	799	D	\$ 41.02	0	D
Common Stock	07/30/2007	M	1,420	A	\$ 32.7917	1,420	D
Common Stock	07/30/2007	S	1,420	D	\$ 41.01	0	D
Common Stock	07/30/2007	M	1,043	A	\$ 32.7917	1,043	D
Common Stock	07/30/2007	S	1,043	D	\$ 41	0	D
Common Stock	07/30/2007	M	1,520	A	\$ 32.7917	1,520	D
Common Stock	07/30/2007	S	1,520	D	\$ 40.99	0	D
Common Stock	07/30/2007	M	707	A	\$ 32.7917	707	D
Common Stock	07/30/2007	S	707	D	\$ 40.98	0	D
Common Stock	07/30/2007	M	1,469	A	\$ 32.7917	1,469	D
Common Stock	07/30/2007	S	1,469	D	\$ 40.97	0	D
Common Stock	07/30/2007	M	556	A	\$ 32.7917	556	D
Common Stock	07/30/2007	S	556	D	\$ 40.96	0	D

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)	\$ 32.7917	07/30/2007	M	4,342	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	4
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	20	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	799	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	1,420	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	1,043	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	1,520	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	707	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	1,469	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 32.7917	07/30/2007	M	556	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock	

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

PAYNE DAVID L

X

Chairman, President & CEO

## Signatures

/s/ David L.

08/01/2007

Payne

\*\*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.

### Remarks:

This is filing #1 of three filings.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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