ENTWISLE ROBERT W
Form 4
October 27, 2004

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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

OMB APPROVAL
OMB Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ENTWISLE ROBERT W

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
WESTAMERICA BANCORPORATION [WABC]

3. Date of Earliest Transaction (Month/Day/Year)
10/26/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Exec. Officer Prim. Subsidiary

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/26/2004		M		1,000	A	$ 40.75	1,000	D	
Common Stock	10/26/2004		S		1,000	D	$ 55.67	0	D	
Common Stock	10/26/2004		M		1,000	A	$ 40.75	1,000	D	
Common Stock	10/26/2004		S		1,000	D	$ 55.1	0	D	
Common Stock	10/26/2004		M		1,000	A	$ 40.75	1,000	D	

Common Stock	10/26/2004		S	1,000	D	$ 54.86	0	D	
Common Stock	10/26/2004		M	1,000	A	$ 40.75	1,000	D	
Common Stock	10/26/2004		S	1,000	D	$ 54.65	0	D	
Common Stock	10/26/2004		M	1,000	A	$ 40.75	1,000	D	
Common Stock	10/26/2004		S	1,000	D	$ 55.07	0	D	
Common Stock	10/26/2004		M	1,000	A	$ 40.75	1,000	D	
Common Stock	10/26/2004		S	1,000	D	$ 55.26	0	D	
Common Stock	10/26/2004		M	400	A	$ 40.75	400	D	
Common Stock	10/26/2004		S	400	D	$ 55.7	0	D	
Common Stock	10/26/2004		M	2,000	A	$ 38.74	2,000	D	
Common Stock	10/26/2004		S	2,000	D	$ 55.71	0	D	
Common Stock	10/26/2004		M	1,600	A	$ 38.74	1,600	D	
Common Stock	10/26/2004		S	1,600	D	$ 55.7	0	D	
Common Stock	10/26/2004		M	1,000	A	$ 38.74	1,000	D	
Common Stock	10/26/2004		S	1,000	D	$ 55.75	0	D	
Common Stock	10/26/2004		M	1,000	A	$ 38.74	1,000	D	
Common Stock	10/26/2004		S	1,000	D	$ 55.85	0	D	
Common Stock							1,519.135 (2)	I	ESOP
Common Stock							3,174	I	by Trust

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

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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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ar or Nu of Sh
Non-Qualified Stock Option (right to buy)	$ 38.74	10/26/2004		M			2,000	01/23/2003 [(1)]	01/23/2012	Common Stock	2
Non-Qualified Stock Option (right to buy)	$ 38.74	10/26/2004		M			1,600	01/23/2003 [(1)]	01/23/2012	Common Stock	1
Non-Qualified Stock Option (right to buy)	$ 38.74	10/26/2004		M			1,000	01/23/2003 [(1)]	01/23/2012	Common Stock	1
Non-Qualified Stock Option (right to buy)	$ 38.74	10/26/2004		M			1,000	01/23/2003 [(1)]	01/23/2012	Common Stock	1
Non-Qualified Stock Option (right to buy)	$ 40.75	10/26/2004		M			1,000	01/23/2004 [(1)]	01/23/2013	Common Stock	1
Non-Qualified Stock Option (right to buy)	$ 40.75	10/26/2004		M			1,000	01/23/2004 [(1)]	01/23/2013	Common Stock	1
Non-Qualified Stock Option (right to buy)	$ 40.75	10/26/2004		M			1,000	01/23/2004 [(1)]	01/23/2013	Common Stock	1
Non-Qualified Stock Option (right to buy)	$ 40.75	10/26/2004		M			1,000	01/23/2004 [(1)]	01/23/2013	Common Stock	1
Non-Qualified Stock Option (right to buy)	$ 40.75	10/26/2004		M			1,000	01/23/2004 [(1)]	01/23/2013	Common Stock	1

Non-Qualified Stock Option (right to buy)	$ 40.75	10/26/2004		M	1,000	01/23/2004 [(1)]	01/23/2013	Common Stock	1
Non-Qualified Stock Option (right to buy)	$ 10.75	10/26/2004		M	400	01/23/2004 [(1)]	01/23/2013	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ENTWISLE ROBERT W			Exec. Officer Prim. Subsidiary	

Signatures

By: Shirley Kolin, Attorney in Fact; For: Robert W.Entwisle	10/27/2004
**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 after grant date.

(2) Includes allocations through 9/30/04 to Westamerica Bancorporation's Tax Deferred Savings/Retirement (ESOP) Plan.

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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