TRICO BANCSHARES /

Form 4 March 25, 2014

FORM 4

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

OMB Number: 3235-0287

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OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

Section 16. Form 4 or Form 5 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. Issuer Name and Ticker or Trading

,

5. Relationship of Reporting Person(s) to

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

		2. Issuer Name and Ticker or Trading Symbol TRICO BANCSHARES / [tcbk]					Issuer				
(Last)	(First) (1	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/24/2014				,	(Check all applicable) _X_ Director 10% Owner Officer (give title Other (specify below)			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					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)	Tabl	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		n Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			d of (D)	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	03/24/2014			M	4,000	A	\$ 17.4	9,665	D		
Common Stock	03/24/2014			F	2,683	D	\$ 25.93	6,982	D		
Common Stock	03/24/2014			M	5,000	A	\$ 20.58	11,982	D		
Common Stock	03/24/2014			F	3,967	D	\$ 25.93	8,015	D		
Common Stock	03/24/2014			M	2,500	A	\$ 15.4	10,515	D		
	03/24/2014			F	1,483	D		9,032	D		

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Common Stock					\$ 25.93		
Common Stock	03/24/2014	M	5,000	A	\$ 17.54	14,032	D
Common Stock	03/24/2014	F	3,381	D	\$ 25.93	10,651	D
Common Stock	03/24/2014	M	4,000	A	\$ 14.54	14,651	D
Common Stock	03/24/2014	F	2,241	D	\$ 25.93	12,410	D
Common Stock	03/24/2014	M	4,000	A	\$ 15.34	16,410	D
Common Stock	03/24/2014	F	2,365	D	\$ 25.93	14,045	D

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

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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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option Common Stock	\$ 17.4	03/24/2014		M		4,000	05/04/2005	05/04/2014	Common Stock	4,000
Option Common Stock	\$ 20.58	03/24/2014		M		5,000	05/24/2006	05/24/2015	Common Stock	5,000
Option Common Stock	\$ 15.4	03/24/2014		M		2,500	05/20/2009	05/20/2018	Common Stock	2,500

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Option Common Stock	\$ 17.54	03/24/2014	M	5,000	05/25/2011	05/25/2020	Common Stock	5,000
Option Common	\$ 14.54	03/24/2014	M	4,000	12/20/2012	12/20/2021	Common Stock	4,000
Option Common Stock	\$ 15.34	03/24/2014	M	4,000	05/22/2013	05/22/2022	Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
AMARAL DONALD J								
	X							

Signatures

/S/ Donald Amaral By Suzanne Youngs
Attorney-in-Fact
03/25/2014

**Signature of Reporting 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).

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.

Date

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