TRICO BANCSHARES /

Form 4

February 07, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31, 2005

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Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

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

1(b).

(Print or Type Responses)

1. Name and A CARNEY C	Symbol	Issuer Name and Ticker or Trading Symbol TRICO BANCSHARES / [tcbk] Date of Earliest Transaction			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle)									fiddle) 3. Date of
63 CONSTI	(Month/D	(Month/Day/Year) 02/03/2011			Director 10% Owner X Officer (give title Other (specify below) below) EVP & Chief Credit Officer				
	4. If Ame	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
CHICO, CA	95973	Filed(Mon	_X.			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Table	e I - Non-D	Perivative Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

1.1110 01	2. Transaction Date	27 I. Decilied	٥.	i. Becari	cres		J. Timount of	o. o whership	7. I tatare or
Security	(Month/Day/Year)	Execution Date, if	Transactio	* * /			Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(\Delta)		Reported		
							Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	02/03/2011		G	100 (3)	D	\$0	24,600.8294	D	
Common Stock	02/07/2011		J <u>(1)</u>	0	A	\$0	115.4772	I	By daughter
Common Stock	02/07/2011		<u>J(1)</u>	0	A	\$0	109.9776	I	By son
Common Stock	02/03/2011		J(2)	100	A	\$0	100	I	By Son

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	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. onNumber	6. Date Exerc Expiration D		7. Titl		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/e		Under Securi	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				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

CARNEY CRAIG B 63 CONSTITUTION DR CHICO, CA 95973

EVP & Chief Credit Officer

Signatures

/S/ Craig Carney By Suzanne Youngs Attorney-in-Fact

02/07/2011

**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) No transactions occurred among these shares, intended only to reflect number of shares beneficially owned.
- (2) These shares were received shares as a gift.
- (3) These shares are a gift given to his son.

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.

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