

WESTAMERICA BANCORPORATION

Form 4/A

April 05, 2005

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 *
THORSON JOHN A

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)
04/01/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
SVP/Treasurer

4. If Amendment, Date Original Filed (Month/Day/Year)
04/04/2005

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	04/01/2005		F	V 1,066 (1) D \$ 50.8289	4,030	I	Deferred
Common Stock	04/01/2005		G	V 830 D \$ 0	3,200 (2)	I	Deferred
Common Stock	04/01/2005		G	V 415 (3) A \$ 0	415 (2)	I	by daughter RPT
Common Stock	04/01/2005		G	V 415 (3) A \$ 0	415 (2)	I	by daughter SRT

D

Common Stock	3,006.2841 <u>(1)</u>		
Common Stock	125.858 <u>(1)</u>	I	ESOP

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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THORSON JOHN A				SVP/Treasurer

Signatures

by John "Robert" A Thorson 04/05/2005

__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) This is not an amended item, but shown to provide clarification.

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The reporting person deferred delivery of 2,600 restricted performance shares vesting in January 2003 until March 31, 2005. The shares were held in a rabbi trust ("deferred") until the prescheduled distribution. At the time of the distribution from the rabbi trust, 704 shares

(2) were delivered to the reporting person's direct holding, 415 shares were gifted to each of two custodial accounts for minor children, and 1,066 shares were sold by the rabbi trust to pay the tax liability. Also, since the reporting person's last report, 1570 restricted performance shares vesting 1/26/05 and reported as direct holdings until delivery, were delivered to the reporting person's deferred holdings.

(3) This item was erroneously identified previously as a disposition rather than an acquisition.

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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