TRICO BANCSHARES /

Form 4 June 13, 2016

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * REDDISH THOMAS J			2. Issuer Name and Ticker or Trading Symbol TRICO BANCSHARES / [TCBK]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/10/2016					(Check all applicable) Director 10% OwnerX Officer (give title Other (specify below) EVP & Chief Financial Officer			
	(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)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any	ution Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) th/Day/Year) (Instr. 8) (A) or				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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	06/10/2016			M	19,100	A	\$ 22.54	60,285	D		
Common Stock	06/10/2016			F	17,230	D	\$ 28.45	43,055	D		
Common Stock	06/10/2016			M	8,500	A	\$ 15.4	51,555	D		
Common Stock	06/10/2016			F	6,660	D	\$ 28.45	44,895	D		
Common Stock	06/13/2016			J <u>(1)</u>	0	A	\$ 0	16,678.37	I	By ESOP	

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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. Transaction Code (Instr. 8)	5. Number of iorDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option Common Stock	\$ 22.54	06/10/2016		M		19,100	05/22/2008	05/22/2017	Common Stock	19,100
Option Common Stock	\$ 15.4	06/10/2016		M		8,500	05/20/2009	05/20/2018	Common Stock	8,500

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

REDDISH THOMAS J

EVP & Chief Financial Officer

Signatures

/S/ Thomas J Reddish By Ryan Bryson
Attorney-in-Fact
06/13/2016

**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.

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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