

SCHNECK JAMES J
Form 4
February 06, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
SCHNECK JAMES J

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)

3. Date of Earliest Transaction (Month/Day/Year)
02/02/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP/General Auditor

WESTAMERICA
BANCORPORATION

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

4550 MANGELS BLVD. 94534

(City) (State) (Zip)

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 | 02/02/2018 | | M | | 6,000 | A | \$ 56.625 6,025 |
| Common Stock | 02/02/2018 | | M | | 6,000 | A | \$ 50.76 12,025 |
| Common Stock | 02/02/2018 | | M | | 6,300 | A | \$ 45.93 18,325 |
| Common Stock | 02/02/2018 | | M | | 7,400 | A | \$ 43.71 25,725 |
| Common Stock | 02/02/2018 | | M | | 6,300 | A | \$ 53.35 32,025 |

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| | | | | | | | | |
|--------------|------------|---|--------|---|-------------------|---------|---|------|
| Common Stock | 02/02/2018 | M | 7,900 | A | \$ 42.695 | 39,925 | D | |
| Common Stock | 02/02/2018 | M | 5,333 | A | \$ 42.33 | 45,258 | D | |
| Common Stock | 02/02/2018 | M | 1,967 | A | \$ 57.1775 | 47,225 | D | |
| Common Stock | 02/02/2018 | S | 47,200 | D | \$ 58.7947 (1) | 25 | D | |
| Common Stock | | | | | | 960.881 | I | ESOP |

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 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-qualified Stock Option (Right to Buy) | \$ 56.625 | 02/02/2018 | | M | 6,000 | 01/28/2011 ⁽²⁾ 01/28/2020 | Common Stock 6 |
| Non-qualified Stock Option (Right to Buy) | \$ 50.76 | 02/02/2018 | | M | 6,000 | 01/27/2012 ⁽²⁾ 01/27/2021 | Common Stock 6 |
| Non-qualified Stock Option (Right to Buy) | \$ 45.93 | 02/02/2018 | | M | 6,300 | 01/26/2013 ⁽²⁾ 01/26/2022 | Common Stock 6 |
| Non-qualified Stock Option (Right to Buy) | \$ 43.71 | 02/02/2018 | | M | 7,400 | 01/24/2014 ⁽²⁾ 01/24/2023 | Common Stock 7 |
| | \$ 53.35 | 02/02/2018 | | M | 6,300 | 01/23/2015 ⁽²⁾ 01/23/2024 | Common Stock 6 |

| | | | | | | | | |
|---|------------|------------|---|-------|---------------------------|------------|--|-----------------|
| Non-qualified Stock Option (Right to Buy) | | | | | | | | Common Stock |
| Non-qualified Stock Option (Right to Buy) | \$ 42.695 | 02/02/2018 | M | 7,900 | 01/22/2016 ⁽²⁾ | 01/22/2025 | | Common Stock |
| Non-qualified Stock Option (Right to Buy) | \$ 42.33 | 02/02/2018 | M | 5,333 | 01/28/2017 ⁽²⁾ | 01/28/2026 | | Common Stock |
| Non-qualified Stock Option (Right to Buy) | \$ 57.1775 | 02/02/2018 | M | 1,967 | 01/26/2018 ⁽²⁾ | 01/26/2027 | | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHNECK JAMES J WESTAMERICA BANCORPORATION 4550 MANGELS BLVD. 94534 | | | VP/General Auditor | |

Signatures

/s/ James J.
Schneck

02/06/2018

**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 a weighted average price of multiple transactions for the same option. The sale price ranges from \$58.2600 to \$59.5700

(2) Options vest ratably over three years beginning one year from date of grant.

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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