

FINGER JENNIFER J
Form 4
October 29, 2004

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 *
FINGER JENNIFER 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)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/28/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP/Chief Financial Officer

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

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	10/28/2004		M		\$ 34.5625	1,716.809	D
Common Stock	10/28/2004		S		\$ 56.7703	1,126.809	D
Common Stock	10/28/2004		M		\$ 34.5625	2,126.809	D
Common Stock	10/28/2004		S		\$ 56.7257	1,126.809	D
Common Stock	10/28/2004		M		\$ 34.5625	2,126.809	D

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Common Stock	10/28/2004		S	1,000	D	\$ 56.8154	1,126.809	D	
Common Stock	10/28/2004		M	1,000	A	\$ 34.5625	2,126.809	D	
Common Stock	10/28/2004		S	1,000	D	\$ 56.8606	1,126.809	D	
Common Stock	10/28/2004		M	1,000	A	\$ 34.5625	2,126.809	D	
Common Stock	10/28/2004		S	1,000	D	\$ 56.893	1,126.809	D	
Common Stock	10/28/2004		M	1,000	A	\$ 34.5625	2,126.809	D	
Common Stock	10/28/2004		S	1,000	D	\$ 57.0604	1,126.809	D	
Common Stock	10/28/2004		M	1,000	A	\$ 34.5625	2,126.809	D	
Common Stock	10/28/2004		S	1,000	D	\$ 57.104	1,126.809	D	
Common Stock	10/28/2004		M	1,000	A	\$ 34.5625	2,126.809	D	
Common Stock	10/28/2004		S	1,000	D	\$ 57.311	1,126.809	D	
Common Stock	10/28/2004		M	1,000	A	\$ 34.5625	2,126.809	D	
Common Stock	10/28/2004		S	1,000	D	\$ 57.4412	1,126.809	D	
Common Stock							13,040	I	Deferred
Common Stock							1,987.52 ⁽²⁾	I	ESOP

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

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(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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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Derivative Security			(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	An or Nu of SH	
			Code	V					
Non-Qualified Stock Option (right to buy)	\$ 34.5625	10/28/2004	M		590	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 34.5625	10/28/2004	M		1,000	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 34.5625	10/28/2004	M		1,000	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 34.5625	10/28/2004	M		1,000	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 34.5625	10/28/2004	M		1,000	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 34.5625	10/28/2004	M		1,000	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 34.5625	10/28/2004	M		1,000	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 34.5625	10/28/2004	M		1,000	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 34.5652	10/28/2004	M		1,000	01/28/2000 ⁽¹⁾	01/28/2009	Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FINGER JENNIFER J			SVP/Chief Financial Officer	

Signatures

By: Jennifer J.
Finger

10/29/2004

__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 option vest ratably over three years beginning one year from date of grant.
 - (2) Includes allocations through 9/30/04 to Westamerica Bancorporation's Tax Deferred Savings/Retirement (ESOP) Plan.

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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