

THORSON JOHN A

Form 4

April 21, 2008

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

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

OMB APPROVAL

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(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)

3. Date of Earliest Transaction
(Month/Day/Year)
04/17/2008

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
SVP/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) (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)
Common Stock	04/17/2008		M	283 A \$ 24	312.503	D	
Common Stock	04/17/2008		S	283 D \$ 55.28	29.503	D	
Common Stock	04/17/2008		M	399 A \$ 24	428.503	D	
Common Stock	04/17/2008		S	399 D \$ 55.29	29.503	D	
Common Stock	04/17/2008		M	100 A \$ 24	129.503	D	

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Common Stock	04/17/2008	S	100	D	\$ 55.3	29.503	D
Common Stock	04/17/2008	M	903	A	\$ 24	932.503	D
Common Stock	04/17/2008	S	903	D	\$ 55.31	29.503	D
Common Stock	04/17/2008	M	200	A	\$ 24	229.503	D
Common Stock	04/17/2008	S	200	D	\$ 55.33	29.503	D
Common Stock	04/17/2008	M	200	A	\$ 24	229.503	D
Common Stock	04/17/2008	S	200	D	\$ 55.34	29.503	D
Common Stock	04/17/2008	M	200	A	\$ 24	229.503	D
Common Stock	04/17/2008	S	200	D	\$ 55.35	29.503	D
Common Stock	04/17/2008	M	306	A	\$ 24	335.503	D
Common Stock	04/17/2008	S	306	D	\$ 55.36	29.503	D
Common Stock	04/17/2008	M	100	A	\$ 24	129.503	D
Common Stock	04/17/2008	S	100	D	\$ 55.38	29.503	D
Common Stock	04/17/2008	M	200	A	\$ 24	229.503	D
Common Stock	04/17/2008	S	200	D	\$ 55.39	29.503	D

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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	Derivative Security		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Code	V	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			(A)	(D)						
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		283	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	283
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		399	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	399
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		100	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		903	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	903
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		200	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	200
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		200	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	200
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		200	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	200
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		306	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	306
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		100	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 24	04/17/2008		200	M		01/25/2001 ⁽¹⁾	01/25/2010	Common Stock	200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

THORSON JOHN A

SVP/Chief Financial Officer

Signatures

/s/ John "Robert" A.
Thorson

04/21/2008

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

Remarks:

This is filing #2 of five filings for this date for this reporting person.

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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