

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).

The reporting person deferred delivery of 6,630 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, 4,355 shares

- (1) were delivered to the reporting person's trust and 2,275 shares were sold by the rabbi trust to pay the tax liability. Also, since the reporting person's last report, 3,070 restricted performance shares vesting 1/26/05 and held as a direct holding until delivery, was delivered to the reporting person's deferred holdings.
- (2) Includes all contributions to Westamerica Bancorporation's Tax Deferred/Savings Plan (ESOP) through 3/31/05.
- (3) Includes reinvested dividends as of 2/7/05.

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.