

TRICO BANCSHARES /  
Form 8-K  
May 23, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington D.C. 20549

**FORM 8-K**

**Current report**

**pursuant to Section 13 or 15(d) of the**

**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):**

**May 22, 2012**

**TriCo Bancshares**

(Exact name of registrant as specified in its charter)

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|   |                       |   |
|---|-----------------------|---|
| (State or other jurisdiction<br>of incorporation or organization)                           | (Commission File No.) | (I.R.S. Employer<br>Identification No.) |
| <b>63 Constitution Drive, Chico, California</b><br>(Address of principal executive offices) |                       | <b>95973</b><br>(Zip Code)              |
| <b>Registrant's telephone number, including area code: (530) 898-0300</b>                   |                       |   |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07: Submission of Matters to a Vote of Security Holders

At the Annual Meeting of Shareholders on May 22, 2012, three items were submitted to a vote of shareholders through the solicitation of proxies. A copy of the voting results is attached as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01: Financial Statements and Exhibits

(c) Exhibits

99.1 Annual Meeting Voting Results, May 22, 2012

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

TRICO BANCSHARES

Date: May 23, 2012

By: /s/ Thomas J. Reddish  
Thomas J. Reddish, Executive Vice President and Chief Financial  
Officer (Principal Financial and Accounting Officer)