

PAYNE DAVID L  
Form 4/A  
October 30, 2007

# 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 \*  
PAYNE DAVID L

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)  
  
  
  
  
  
  
  
  
  
(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/25/2007

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
10/29/2007

Director  10% Owner  
 Officer (give title below)  Other (specify  
below)  
Chairman, President & CEO

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

#### 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)	
				(A) or (D)	Price			
			Code	V	Amount			
Common Stock	10/25/2007		M		200	\$ 32.7917	200	D
Common Stock	10/25/2007		S		200	\$ 47.12	0	D
Common Stock	10/25/2007		M		1,400	\$ 32.7917	1,400	D
Common Stock	10/25/2007		S		1,400	\$ 47.1	0	D
Common Stock	10/25/2007		M		100	\$ 32.7917	100	D

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Common Stock	10/25/2007	S	100	D	\$ 47.09	0	D
Common Stock	10/25/2007	M	100	A	\$ 32.7917	100	D
Common Stock	10/25/2007	S	100	D	\$ 47.08	0	D
Common Stock	10/25/2007	M	200	A	\$ 32.7917	200	D
Common Stock	10/25/2007	S	200	D	\$ 47.06	0	D
Common Stock	10/25/2007	M	100	A	\$ 32.7917	100	D
Common Stock	10/25/2007	S	100	D	\$ 47.05	0	D
Common Stock	10/25/2007	M	100	A	\$ 32.7917	100	D
Common Stock	10/25/2007	S	100	D	\$ 47.02	0	D
Common Stock	10/25/2007	M	100	A	\$ 32.7917	100	D
Common Stock	10/25/2007	S	100	D	\$ 47.01	0	D
Common Stock	10/25/2007	M	200	A	\$ 32.7917	200	D
Common Stock	10/25/2007	S	200	D	\$ 47	0	D
Common Stock	10/25/2007	M	498	A	\$ 32.7917	498	D
Common Stock	10/25/2007	S	498	D	\$ 46.96	0	D

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	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 (A) (D)				
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	498	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	402	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	200	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	1,500	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	300	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock

Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	200	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	300	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	100	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	1,300	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	107	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 32.7917	10/25/2007	M	111	01/21/1999 <sup>(1)</sup>	01/21/2008	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PAYNE DAVID L	X		Chairman, President & CEO	

## Signatures

/s/David L.  
Payne

10/30/2007

\*\*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.

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**Remarks:**

This is filing #2 of 3 amended filings. It amends filing #2 of 9 filings to correct all totals in Column 9 of Table II.

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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