PACIFIC CAPITAL BANCORP /CA/

Form 4 May 27, 2005

FORM 4

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005 Estimated average

Form 4 or Form 5 obligations

SECURITIES

burden hours per response... 0.5

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DIEDERICK DALE			Symbol PACIF		nd Ticker or Trading ITAL BANCORP	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 1 S. LOS CARNEROS RD. (Street)					of Earliest Day/Year)	Transaction	DirectorX Officer (give below)	e title Oth		
				05/25/2	2005		Sr. VP, Chief Risk Officer			
				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							
GOLETA, CA 93117							Form filed by More than One Reporting Person			
	(City)	(State)	(Zip)	Tal	ble I - Nor	-Derivative Securities Ac	quired, Disposed o	f, or Beneficial	lly Owned	
	1.Title of Security	2. Transaction (Month/Day/Y			3. Transac	4. Securities Acquired tior(A) or Disposed of (D)	5. Amount of Securities	6. Ownership	7. Nature of Indirect	

(,)	(=)	Tabl	e I - Non-L	Jerivative	Secui	rities Acqu	irea, Disposea of,	, or Beneficiali	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	spose	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common stock	05/27/2005		A(1)	3,000	A	\$ 33.415	34,104	D	
Common stock							6,526	I	By 401(k)
Common stock							13,184	I	By ESOP

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

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	nber Expiration Date		Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr. :	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration		or Name la sur		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)			,	Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DIEDERICK DALE 1 S. LOS CARNEROS RD.

Sr. VP, Chief Risk Officer

Signatures

GOLETA, CA 93117

By: Carol Kelleher /POA 05/27/2005

**Signature of Reporting Date
Person

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 restricted shares are subject to certain forfeiture provisions and vest over a five-year period, with 5% vesting one year from the date (1) of grant, 10% on the second anniversary, 15% on the third anniversary, 30% on the fourth anniversary, and the remaining 40% on the fifth anniversary.

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.

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