

ZIEGLER MICHAEL A
 Form 4
 February 01, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 ZIEGLER MICHAEL A

2. Issuer Name and Ticker or Trading Symbol
 AMERICAN RIVER BANKSHARES [AMRB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 9845 LOS LAGOS CIRCLE
 NORTH
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/28/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

GRANITE BAY, CA 95746

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	01/28/2005		J	116	A	\$ 0	2,445	D
Common Stock	01/31/2005		P	2,000	A	\$ 22.25	4,445	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)

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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 Derivative Security	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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Optional right to buy	\$ 15.382	01/28/2005		J	7	05/21/2004	05/21/2013	Common Stock	0
Optional right to buy	\$ 15.382	01/28/2005		J	7	05/21/2005	05/21/2013	Common Stock	0
Optional right to buy	\$ 15.382	01/28/2005		J	7	05/21/2006	05/21/2013	Common Stock	0
Optional right to buy	\$ 15.382	01/28/2005		J	7	05/21/2007	05/21/2013	Common Stock	0
Optional right to buy	\$ 15.382	01/28/2005		J	8	05/21/2008	05/21/2013	Common Stock	0
Optional right to buy	\$ 20.4	01/28/2005		J	43	04/21/2005	04/21/2014	Common Stock	0
Optional right to buy	\$ 20.4	01/28/2005		J	43	04/21/2006	04/21/2014	Common Stock	0
Optional right to buy	\$ 20.4	01/28/2005		J	44	04/21/2007	04/21/2014	Common Stock	0
Optional right to buy	\$ 20.4	01/28/2005		J	44	04/21/2008	04/21/2014	Common Stock	0
Optional right to buy	\$ 20.4	01/28/2005		J	44	04/21/2009	04/21/2014	Common Stock	0

