

ZIEGLER MICHAEL A
 Form 4
 February 01, 2005

FORM 4

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

OMB APPROVAL

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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)	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

