AMERICAN RIVER BANKSHARES

Form 4

February 17, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(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

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 02/16/2005

X_ Director 10% Owner

(Check all applicable)

Officer (give title Other (specify below)

9845 LOS LAGOS CIRCLE

NORTH

(Instr. 3)

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 Form filed by More than One Reporting

GRANITE BAY, CA 95746

(City) (State) 1. Title of 2. Transaction Date 2A. Deemed Security

(Zip) (Month/Day/Year) Execution Date, if

(Month/Day/Year)

4. Securities 3. TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

(A)

or

Persons who respond to the collection of

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Conversion 3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if

Transactionof

5. Number 6. Date Exercisable and **Expiration Date**

7. Title and Amount of 8. P Underlying Securities Der

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(Ins

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, and 5)	s	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option / Right to Buy	\$ 22	02/16/2005		J	687	02/16/2000	5 02/16/2015	Common Stock	0	
Option / Right to Buy	\$ 22	02/16/2005		J	687	02/16/200	02/16/2015	Common Stock	0	
Option / Right to Buy	\$ 22	02/16/2005		J	687	02/16/2008	3 02/16/2015	Common Stock	0	
Option / Right to Buy	\$ 22	02/16/2005		J	688	02/16/2009	02/16/2015	Common Stock	0	
Option / Right to Buy	\$ 22	02/16/2005		J	688	02/16/2010	02/16/2015	Common Stock	0	

Reporting Owners

Reporting Owner Name / Address	Relationships					
FG	Director	10% Owner	Officer	Other		
ZIEGLER MICHAEL A 9845 LOS LAGOS CIRCLE NORTH GRANITE BAY, CA 95746	X					

Signatures

MICHAEL A.
ZIEGLER

**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).

Remarks:

Reporting Owners 2

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J = Stock Option Grant

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.