

GALLINA SAM J
 Form 4
 February 01, 2005

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 *
 GALLINA SAM J

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)
 601 CAMBRIAN COURT
 (Street)
 SACRAMENTO, CA 95864
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 01/28/2005
 4. If Amendment, Date Original Filed(Month/Day/Year)

__X__ Director
 ___ Officer (give title below)
 ___ 10% Owner
 ___ Other (specify below)
 6. Individual or Joint/Group Filing(Check Applicable Line)
 X 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			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)
			Code	V	Amount			
Common Stock	01/28/2005		J		5,374	A \$ 0	112,904	D
Common Stock	01/28/2005		S		1,000	D \$ 22.491	111,904	D
Common Stock	01/31/2005		S		19,000	D \$ 22.0884	92,904	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)

number.

**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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option/right to buy	\$ 14.186	01/28/2005		J		29		03/19/2004	03/19/2013	Common Stock	0
Option/right to buy	\$ 14.186	01/28/2005		J		29		03/19/2005	03/19/2013	Common Stock	0
Option/right to buy	\$ 14.186	01/28/2005		J		29		03/19/2006	03/19/2013	Common Stock	0
Option/right to buy	\$ 14.186	01/28/2005		J		29		03/19/2007	03/19/2013	Common Stock	0
Option/right to buy	\$ 14.186	01/28/2005		J		29		03/19/2008	03/19/2013	Common Stock	0
Option/right to buy	\$ 20.4	01/28/2005		J		43		04/21/2005	04/21/2014	Common Stock	0
Option/right to buy	\$ 20.4	01/28/2005		J		43		04/21/2006	04/21/2014	Common Stock	0
Option/right to buy	\$ 20.4	01/28/2005		J		44		04/21/2007	04/21/2014	Common Stock	0
Option/right to buy	\$ 20.4	01/28/2005		J		44		04/21/2008	04/21/2014	Common Stock	0
Option/right to buy	\$ 20.4	01/28/2005		J		44		04/21/2009	04/21/2014	Common Stock	0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X			

GALLINA SAM J
601 CAMBRIAN COURT
SACRAMENTO, CA 95864

Signatures

SAM J.

GALLINA

01/31/2005

__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:

J = Company declared 5% Stock Dividend

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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