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AMERICAN RIVER BANKSHARES

Form 8-K

January 25, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest reported) January 25, 2005

American River Bankshares

(Exact name of registrant as specified in its chapter)

| | | |
|---------------------------------------------------|-----------------------------|--------------------------------------|
| California | 0-31525 | 68-0352144 |
| ----- | ----- | ----- |
| (State or other jurisdiction Of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|----------------------------------------------------------|------------|
| 1545 River Park Drive, Suite 107, Sacramento, California | 95815 |
| ----- | ----- |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code (916) 565-6100

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Solicitation material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02. Results of Operations and Financial Condition.

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Registrant issued a press release January 25, 2005 announcing earnings for the fourth quarter of 2004. The foregoing description is qualified by reference to the press release attached here to as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

(99.1) Press release dated January 25, 2005

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN RIVER BANKSHARES

/s/ MITCHELL A. DERENZO

January 25, 2005

Mitchell A. Derenzo, Chief Financial Officer

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INDEX TO EXHIBITS

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| 99.1 | Press release of American River Bankshares dated January 25, 2005 | 4 |

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