

- o Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

- o Solicitation material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 1.01. Entry into a Material Definitive Agreement.

On March 6, 2015, the registrants subsidiary bank, American River Bank, amended its Subscription and Services Agreement (the "Agreement") with ACI Worldwide Corp. ("ACI"). ACI is the successor to Postilion, Inc. ("Postilion") and S1, Inc. ("S1"). The amended agreements were originally entered into with Postilion on December 8, 2008 and S1 on June 19, 2012. The Amendment calls for ACI to provide additional online banking services for American River Bank for a term of five (5) years. The foregoing description is qualified by reference to the Agreement attached as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

(99.1) Amendment to the Subscription and Services Agreement by and between ACI Worldwide Corp. and American River Bank effective March 6, 2015.

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

March 12, 2015 Mitchell A. Derenzo, Chief Financial Officer

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