

AMERICAN RIVIERA BANK
Annual Meeting of Shareholders
May 7, 2009

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

The undersigned shareholder acknowledges receipt of the Notice of Annual Meeting of Shareholders of American Riviera Bank and the accompanying Proxy Statement dated March 23, 2009 and revoking any proxy heretofore given, hereby appoints Jeff DeVine and Lawrence Koppelman, or any one of them, with full power to act alone, my true and lawful attorney(s), agent(s) and proxy, with full power of substitution, for me and in my name, place and stead to vote and act with respect to all shares of common stock of the Bank which the undersigned would be entitled to vote at the Annual Meeting of Shareholders to be held on May 7, 2009, at 5:00 p.m., at American Riviera Bank, 1033 Anacapa Street, Santa Barbara, California 93101, and at any and all adjournment or adjournments thereof, with all the powers that the undersigned would possess if personally present, as follows:

1. ELECTION OF DIRECTORS.

Authority to elect the fourteen (14) nominees as directors named below and in the Proxy Statement dated March 23, 2009 to serve until the next Annual Meeting of Shareholders and until their successors are elected and have qualified.

- FOR all nominees listed below (except as indicated to the contrary below).
- WITHHOLD AUTHORITY to vote for all nominees listed below.

Bruce N. Anticouni
Frank Burgess
Joe Campanelli
David Duarte
Palmer G. Jackson, Jr.
Douglas Margerum
Gordon McKay

Tad M. Buchanan
Darren D. Caesar
Jeff DeVine
J. Michael Giles
Lawrence Koppelman
Alixé Mattingly
Guy Taylor

(Instruction: To withhold authority to vote for any individual nominee, write the nominee's name in the space below.)

2. APPROVAL OF 2009 OMNIBUS STOCK INCENTIVE PLAN.

To approve the Bank's 2009 Omnibus Stock Incentive Plan (the "2009 Plan") that would allow for the granting of up to 735,776 shares in the form of stock options, stock appreciation rights, restricted stock, deferred shares and performance shares and units that is intended to replace the Bank's 2006 Stock Incentive Plan, as described in Proposal 2 herein.

FOR AGAINST ABSTAIN

3. BYLAW AMENDMENT: REDUCTION IN NUMBER OF DIRECTORS.

To approve an amendment to the Bylaws to reduce the authorized number of directors of the Corporation to be not less than eight (8) nor more than fifteen (15), as described in Proposal 3 herein.

FOR AGAINST ABSTAIN

4. OTHER BUSINESS.

To consider and transact such other business as may properly come before the meeting and any adjournment or adjournments thereof.

Execution of this proxy confers authority to vote "FOR" each proposal listed above unless the shareholder directs otherwise. If any other business is presented at said meeting, this proxy shall be voted in accordance with the recommendations of the Board of Directors. When signing as attorney, executor, administrator, trustee or guardian, please give full title. If more than one trustee, all should sign. All joint owners should sign.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" EACH OF THE LISTED PROPOSALS. THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS AND MAY BE REVOKED PRIOR TO ITS EXERCISE.

I/WE DO or I/WE DO NOT expect to attend the meeting.

Dated: _____, 2009

(Number of Shares)

[Name of Shareholder(s)]

[Signature of Shareholder(s)]