

RIVERVIEW BANCORP INC
Form SC 13G/A
September 21, 2004

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

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Riverview Bancorp, Inc.

(Name of Issuer)

Common Stock, \$.01 par value per share

(Title of Class of Securities)

769397 10 0

(CUSIP Number)

December 31, 2003

(Date of Event which Requires Filing this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities,
and for any subsequent amendment containing information which would alter
disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange
Act of 1934 ("Act") or otherwise subject to the liabilities of that section of
the Act but shall be subject to all other provisions of the Act (however, see
the Notes).

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CUSIP No. 769397 10 0

Schedule 13G

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Riverview Bancorp Inc. Employee Stock Ownership Plan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

State of Washington

5 SOLE VOTING POWER

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

6 SHARED VOTING POWER

0

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

439,040

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

439,040

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.2% of 4,772,911 shares of Common Stock outstanding as of
December 31, 2003

12 TYPE OF REPORTING PERSON

EP

Item 1.

(a) Name of Issuer

Riverview Bancorp, Inc. ("Company")

(b) Address of Issuer's Principal Executive Offices

900 Washington Street, Suite 900
Vancouver, Washington 98660

Item 2.

(a) Name of Person Filing

Riverview Bancorp Inc. Employee Stock Ownership Plan ("Reporting
Person")

(b) Address of Principal Business Office or, if none, Residence

900 Washington Street, Suite 900
Vancouver, Washington 98660

(c) Citizenship

State of Washington

(d) Title of Class of Securities

Common Stock, \$.01 par value per share ("Common Stock")

(e) CUSIP Number

769397 10 0

Item 3. If this statement is filed pursuant to Rule 13d-1(b) or 13d-2(b) or
(c), check whether the person filing is a:

(f) An employee benefit plan or endowment fund in accordance with
Rule 13d-1(b)(1)(ii)(F).

Item 4. Ownership

(a) Amount beneficially owned: 439,040

(b) Percent of class: 9.2%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: 0

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- (ii) Shared power to vote or to direct the vote: 0
- (iii) Sole power to dispose or to direct the disposition of: 0
- (iv) Shared power to dispose or to direct the disposition of:
439,040

The Reporting Person is an employee stock ownership plan under the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), with individual accounts for the accrued benefits of participating employees of the Company and its subsidiaries and their beneficiaries. The number of shares listed as beneficially owned by the Reporting Person represents the entire number of shares of Common Stock held by the trustee as of December 31, 2003. The Reporting Person possesses (i) no voting power over any shares of Common Stock and (ii) shared dispositive power over unallocated and allocated shares of Common Stock. Participants have the power and authority to direct the voting of shares of Common Stock allocated to their individual accounts. Unallocated shares and allocated shares not voted by participants are required to be voted by the trustee, subject to ERISA, in the same proportion as allocated Common Stock that has been voted by participants. In certain circumstances, ERISA may confer upon the trustee the power and duty to control the voting and tendering of Common Stock allocated to the accounts of participating employees and beneficiaries who fail to exercise their voting and/or tender rights as well as the voting and tendering of unallocated Common Stock.

Item 5. Ownership of Five Percent or Less of a Class

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Dividends on Common Stock credited to a participant's account are, at the direction of the administrator, either (i) allocated to the participant's account, (ii) paid in cash to the participant or (iii) used by the trustee to make payments on the loan incurred by the Reporting Person to acquire Common Stock.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Securities Being Reported on by the Parent Holding Company or Control Persons.

Not applicable.

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Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

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By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 15, 2004

RIVERVIEW BANCORP INC. EMPLOYEE
STOCK OWNERSHIP PLAN

By: /s/ Ronald A. Wyseske

Ronald A. Wyseske
Plan Administrator