Anderson Sarah J Form 4 May 23, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

2. Issuer Name and Ticker or Trading

AMERICAN STATES WATER CO

Symbol

1(b).

(Print or Type Responses)

Anderson Sarah J

1. Name and Address of Reporting Person *

See Instruction

			[AWR]					(Check all applicable)			
(Last) (First) (Middle) 33 ANDIAMO		3. Date of Earliest Transaction (Month/Day/Year) 05/21/2013				_	X Director 10% Owner Officer (give title Other (specify below)				
				(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tob	da I. Nan	Dominatina Co	~~ ~!+!		erson	on Donoficial	v. Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deem	ed Date, if	3. Transactic Code (Instr. 8)	4. Securities our Disposed (Instr. 3, 4 ar	Acquiof (D) and 5) (A) or	ired (A)	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 Indirect Beneficial Ownership (Instr. 4)	
Common Shares	08/13/2012			Code V A	Amount 10.9152 (1)	(D)	Price \$ 44.31	1,373.313	D		
Common Shares	11/12/2012			A	11.3273 (2)	A	\$ 43.04	1,384.6403	D		
Common Shares	02/15/2013			A	9.5409 (3)	A	\$ 51.52	1,394.1812	D		
Common Shares	05/15/2013			A	9.1014 (4)	A	\$ 54.38	1,403.2826	D		
Common Shares	05/21/2013			A	918.7799	A	\$ 54.42	2,322.0625	D		

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	tionNumber	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)) Derivative	e		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
									of		
				Code V	I(A)(D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer Other				
Anderson Sarah J							
33 ANDIAMO	X						
NEWPORT COAST, CA 92657							

Signatures

/s/ Sarah J.
Anderson

**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).
- (1) DER units credited on 8/13/2012 as dividend at FMV
- (2) DER units credited on 11/12/2012 as dividend at FMV
- (3) DER units credited on 2/15/2013 as dividend at FMV
- (4) DER units credited on 5/15/2013 as dividend at FMV

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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