AMERICAN STATES WATER CO

Form 4 May 21, 2014

FORM 4

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

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

5. Relationship of Reporting Person(s) to

response... 0.5

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

SECURITIES

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

		ON JAMES L	g reison_	Symbol	RICAN		TATES WAT		Iss	uer (Check a	ll applicable)	ii(s) to
`	ast)	(First)	(Middle)	3. Date (Month			Transaction		_	X Director Officer (give title ow)	10% (e Other below)	Owner (specify
4375	VIA S	SERENA		05/20/	2014				bCi	ow)	ociow)	
		(Street)		4. If An Filed(M			Date Original ear)		Ap _X	Individual or Joint plicable Line) _ Form filed by One	Reporting Pers	son
BONS	SALL	., CA 92003								Form filed by More	than One Repo	orung
(C	ity)	(State)	(Zip)	Ta	ble I - N	Von	-Derivative Sec	urities	s Acquire	ed, Disposed of, o	r Beneficially	Owned
1.Title Security (Instr. 3	y	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transa Code (Instr.		4. Securities Acordisposed of (Disposed of (Disposed of (Instr. 3, 4 and)	d (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Comn		08/15/2013			Code A	V	Amount 64.3344 (1)	(D)	Price \$ 58.51	(Instr. 3 and 4) 20,840.9272	D	
Comn		09/03/2013			A		7.1988 (2)	A	\$ 51.69	20,848.126	D	
Comn		09/03/2013			A		20,848.126 (3)	A	\$ 0	41,696.252	D	
Comn		11/15/2013			A		132.7589 (4)	A	\$ 28.55	41,829.0109	D	
Comn		11/15/2013			D		5.8709 (5)	D	\$ 0	41,823.14	D	

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Common Shares	12/31/2013	A	1,644 <u>(6)</u>	A	\$ 0	43,467.14	D
Common Shares	02/17/2014	A	135.4082 (7)	A	\$ 28.19	43,602.5482	D
Common Shares	05/16/2014	A	134.7554 (8)	A	\$ 28.53	43,737.3036	D
Common Shares	05/20/2014	A	1,755.0018	A	\$ 28.49	45,492.3054	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit. Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)
				Code	v	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ANDERSON JAMES L 4375 VIA SERENA BONSALL, CA 92003	X						

Signatures

/s/ James L. Anderson	05/21/2014	
**Signature of Reporting Person	Date	

Reporting Owners 2

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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 8/15/2013 as dividend at FMV
- (2) DER units credited on 9/3/2013 as dividend at FMV
- (3) Adjustment due to stock split on 9/3/2013
- (4) DER units credited on 11/15/2013 as dividend at FMV
- (5) Adjustment due to partial shares
- (6) DRIP
- (7) DER units credited on 2/17/2014 as dividend at FMV
- (8) DER units credited on 5/16/2014 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.