

MOSS NANCY OWEN
Form 4
January 04, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MOSS NANCY OWEN

2. Issuer Name and Ticker or Trading Symbol
SJW CORP [SJW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
374 W. SANTA CLARA STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/29/2005

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

SAN JOSE, CA 95113

4. If Amendment, Date Original Filed(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 Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Stock	03/29/2005		G	V 573,016 D \$ 0	523,103 ⁽¹⁾	I	By George Edward Moss Trust
Common Stock	03/29/2005		G	V 573,016 A \$ 0	574,016	I	By Nancy O. Moss Trust
Common Stock	05/09/2005		P	80,000 A \$ 36	603,103 ⁽¹⁾	I	By George Edward Moss Trust
Common Stock	05/09/2005		P	20,000 A \$ 36	594,016	I	By Nancy O. Moss Trust

Common Stock	05/09/2005	P	40,000	A	\$ 36	397,417 ⁽¹⁾	I	By John Kimberly Moss Trust
Common Stock						11,872 ⁽¹⁾ ⁽²⁾	I	By George E. Moss

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.

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOSS NANCY OWEN 374 W. SANTA CLARA STREET SAN JOSE, CA 95113		X		

Signatures

/s/ Suzy Papazian, Attorney-in-Fact for Nancy O. Moss
Date: 01/03/2006

**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) Nancy O. Moss disclaims beneficial ownership of such shares.

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- Includes 11,872 shares of deferred stock which may be subject in whole or in part to a vesting schedule tied to Mr. George Moss?
- (2) continued service as a member of the issuer's board of directors which will be distributed as actual shares of the issuer's common stock following Mr. Moss' cessation of such board service.

Remarks:

This form provides the reporting person's beneficial ownership as of December 6, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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