

AMERICAN STATES WATER CO

Form 4

May 21, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Wilkins Janice F

2. Issuer Name **and** Ticker or Trading  
Symbol  
AMERICAN STATES WATER CO  
[AWR]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
20 HACIENDAS DR  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/20/2014

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

WOODSIDE, CA 94062

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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)
			Code	V	Amount	(A) or (D)	Price
Common Shares	08/15/2013		A		9.4025 <sup>(1)</sup>	A	\$ 58.51
Common Shares	09/03/2013		A		7.1988 <sup>(2)</sup>	A	\$ 51.69
Common Shares	09/03/2013		A		4,583.76 <sup>(3)</sup>	A	\$ 0
Common Shares	11/15/2013		A		19.4028 <sup>(4)</sup>	A	\$ 28.55
Common Shares	11/15/2013		D		0.9528 <sup>(5)</sup>	D	\$ 0

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Common Shares	02/17/2014	A	19.7901 <sup>(6)</sup>	A	\$ 28.19	9,205.7601	D
Common Shares	05/16/2014	A	19.6946 <sup>(7)</sup>	A	\$ 28.53	9,225.4547	D
Common Shares	05/20/2014	A	1,755.0018	A	\$ 28.49	10,980.4565	D

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)

**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 Reporting Transaction (Instr. 6)
				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
Wilkins Janice F 20 HACIENDAS DR WOODSIDE, CA 94062	X

## Signatures

/s/ Janice F.  
Wilkins  
05/21/2014  
Date

\*\*Signature of  
Reporting Person

## 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 share
- (6) DER units credited on 2/17/2014 as dividend at FMV
- (7) 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.

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