

AMERICAN STATES WATER CO

Form 8-K

May 13, 2009

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

Form 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 13, 2009

AMERICAN STATES WATER COMPANY  
(Exact name of registrant as specified in its charter)

<b>California</b>	<b>001-14431</b>	<b>95-4676679</b>
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

**630 East Foothill Blvd.**

<b>San Dimas, California</b>	<b>91773</b>
(Address of principal executive offices)	(Zip Code)

**Registrant's telephone number, including area code: (909) 394-3600**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing requirement of the registrant under any of the following provisions (*see* General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 14a-12)**
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**
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**Section 8-Other Events**

**Item 8.01. Other Events**

On May 13, 2009, American States Water Company issued a press release announcing the proposed sale of 1,000,000 of its Common Shares, plus up to 150,000 additional Common Shares to cover over-allotments, pursuant to a Registration Statement on Form S-3 that is effective. A copy of the Company's press release is attached hereto as Exhibit 99.1.

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**Section 9-Financial Statements and Exhibits**

**Item 9.01. Financial Statements and Exhibits**

Exhibit 99.1 Press Release dated May 13, 2009

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN STATES WATER COMPANY

Date: May 13, 2009 /s/ Eva G. Tang

Eva G. Tang

Senior Vice President-Finance, Chief Financial  
Officer, Corporate Secretary and Treasurer

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**EXHIBIT INDEX**

**Exhibit No.   Description**

99.1            Press Release dated May 13, 2009