#### Edgar Filing: AMERICAN STATES WATER CO - Form 4

#### AMERICAN STATES WATER CO

Form 4

February 01, 2011

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB and

**OMB APPROVAL** 

Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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

Check this box

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 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** FARROW GLADYS			2. Issue Symbol	er Name <b>a</b>	nd Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
			AMER AWR		TATES WATER CO	(Check all applicable)				
(Last)	(First)	(Middle) 3	. Date o	of Earliest	Transaction			10%		
		(1	Month/	Day/Year)		below)	er (give ti	tle Othe below)	r (specify	
3825 CANFIELD ROAD			)1/30/2	2011		Vice President				
	(Street)	4	. If Am	endment,	Date Original	6. Individu	al or Join	ıt/Group Filin	g(Check	
			iled(Mo	onth/Day/Y	ear)	Applicable Line)				
							•	e Reporting Per		
PASADEN	NA, CA 91107					Form fil Person	led by Moi	re than One Re	porting	
(City)	(State)	(Zip)	Tab	ole I - Non	a-Derivative Securities Acq	uired, Disp	osed of,	or Beneficial	ly Owned	
1.Title of	2. Transaction Dat	e 2A. Deemed		3.	4. Securities Acquired (A	) 5. Amo	unt of	6.	7. Nature	
Committy	(Month/Day/Vear)	Execution D	ota if	Transact	iomr Disposed of (D)	f .	0.0	Ownerchin	Indirect	

	Table 1 Non Delivative Securities Required, Disposed of, of Deficiently Owned										
1.Title of	2. Transaction Date		3.	4. Securities	•	` ′	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if		omr Disposed	` ′		Securities	Ownership	Indirect		
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)			Beneficially	Form:	Beneficial		
		(Month/Day/Year)	(Instr. 8)	tr. 8)			Owned	Direct (D)	Ownership		
							Following	or Indirect	(Instr. 4)		
					(A)		Reported	(I)			
					or		Transaction(s)	(Instr. 4)			
			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	12/01/2010		A	28.1115 (1)	A	\$ 37.26	4,116.1816	D			
Common Stock	01/30/2011		F	353.8929 (2)	D	\$ 33.9	3,762.2887	D			
Common Stock	02/01/2011		F	312.2338 (3)	D	\$ 34	3,803.9478	D			

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

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#### number.

# 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. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr. :	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration		or Namel		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)			,	Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FARROW GLADYS 3825 CANFIELD ROAD PASADENA, CA 91107

Vice President

# **Signatures**

/s/ Gladys M. 02/01/2011 Farrow

\*\*Signature of Date
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 12/1/2010 as dividend at FMV
- (2) 841 previously reported RSU's vested on 1/29/2011 of which 353.8929 were withheld to satisfy tax withholding
- (3) 742 previously reported RSU's vested on 1/31/2011 of which 312.2338 were withheld to satisfy tax withholding

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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