FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	OMB APPROVAL											
	OMB Number:		3235-028									
- 1												

37 Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* FARROW GLADYS					2. Issuer Name and Ticker or Trading Symbol AMERICAN STATES WATER CO [AWR]										all app	olicable) ctor	ng Person(s) to Issu 10% Ow		wner		
(Last) (First) (Middle) 3825 CANFIELD ROAD						3. Date of Earliest Transaction (Month/Day/Year) 11/14/2006										belov	,	X trolle	below)	(specify	
(Street) PASADE (City)			91107 (Zip)		4. If	4. If Amendment, Date of 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										on					
		Tabl	le I - No	n-Deriv	ative	Sec	curitie	s Acc	quired	, Dis	posed o	f, or	Ben	efici	ally (Owne	ed				
1. Title of Security (Instr. 3) 2. Tran Date (Month					Day/Year) if an		2A. Deemed Execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			(A) or 3, 4 ar	4 and 5) Secu Ben		icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A	A) or D)	Price		Transaction(s) (Instr. 3 and 4)				(1113411 4)		
Common	11/13	/2006				D		659.95	9	D	\$36.6		0.7008			I	401K				
Common	Stock			11/14	/2006	2006			D		0.7001	1	D	\$37	7.65		0	I 401K			
		Та									sed of, onvertib					vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/D	Date, Trans			5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercis Expiration Date (Month/Day/Ye		е	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3		ivative urity	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	wnership orm: irect (D) r Indirect	Beneficial Ownership (Instr. 4)	
					Code V		(A)	(D)			Expiration Date	Title	or Nur of	ount mber ares							

Explanation of Responses:

/s/ Gladys Farrow

11/15/2006

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.