

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>Schickling David R</u> <hr/> (Last) (First) (Middle) 630 E FOOTHILL BLVD <hr/> (Street) SAN DIMAS CA 91773 <hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN STATES WATER CO [AWR]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President Water Operation</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) 02/13/2024 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

Rule 10b5-1(c) Transaction Indication

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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 Stocks | 09/01/2023 | | A | | 3.9106 ⁽¹⁾ | A | \$84.07 | 959.372 | D | |
| Common Stocks | 12/01/2023 | | A | | 4.0665 ⁽²⁾ | A | \$81.26 | 963.4385 | D | |
| Common Stocks | 01/16/2024 | | D | | 2.3793 ⁽³⁾ | D | \$0 | 961.0592 | D | |
| Common Stocks | 01/16/2024 | | A | | 14.2532 ⁽⁴⁾ | A | \$0 | 250.6921 | I | 401(k) |
| Common Stocks | 02/09/2024 | | F | | 72.8031 ⁽⁵⁾ | D | \$75.11 | 888.2561 | D | |
| Common Stocks | 02/09/2024 | | F | | 11.9294 ⁽⁶⁾ | D | \$75.11 | 876.3267 | D | |
| Common Stocks | 02/09/2024 | | F | | 14.7028 ⁽⁷⁾ | D | \$75.11 | 861.6239 | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----|---|--|--|---|--|
| | | | | Code | V | | (A) | (D) | | | | | |

Explanation of Responses:

- 1. Der units credited on 09/01/2023 at FMV
- 2. Der units credited on 12/01/2023 at FMV
- 3. Adjustment due to partial share
- 4. Updated 401k
- 5. 72.8031 shares withheld to satisfy tax liability
- 6. 11.9294 shares withheld to satisfy tax liability
- 7. 14.7028 shares withheld to satisfy tax liability

/s/ David R Schickling 02/13/2024
 ** 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.