| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to | |
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| 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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| 1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer HOLLOWAY ANNE M AMERICAN STATES WATER CO [AWR] 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 38 BARRY LANE 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Person(s) to Issuer (Street) ATHERTON CA 94027 (City) (State) (Zip) | | | Table I - Non-D | erivative Securities Acquired, Disposed of, or Benefi | cially | Owned | | | |
|--|-------------------------|-------------------|---------------------|--|-------------------|---------------------------|-----------------------|--|--|
| HOLLOWAY ANNE M HOLLOWAY ANNE M (Last) (First) (Middle) 38 BARRY LANE (Street) ATHERTON CA 94027 | (City) | (State) | (Zip) | | | Feison | | | |
| HOLLOWAY ANNE M AMERICAN STATES WATER CO [AWR] (Check all applicable) Kaster (Last) (First) (Middle) 38 BARRY LANE 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify below) (Street) 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) | ATHERION CA 94027 |] | | , | nan One Reporting | | | | |
| HOLLOWAY ANNE M AMERICAN STATES WATER CO [AWR] (Check all applicable) Kanne and Address of Reporting Ferson 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) X Director 10% Owner Officer (give title 05/24/2013 Other (specify below) 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable) | l` / | CA | 94027 | | l í | Form filed by One Re | eporting Person | | |
| House and readices of Reporting Ferson AMERICAN STATES WATER CO [AWR] (Check all applicable) X Director HOLLOWAY ANNE M 3. Date of Earliest Transaction (Month/Day/Year) 05/24/2013 Officer (give title below) Officer (give title below) | , | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | vidual or Joint/Group Fil | ing (Check Applicable | | |
| HOLLOWAY ANNE M AMERICAN STATES WATER CO [AWR] (Check all applicable) X Director 10% Owner 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title below) Other (specify below) | 38 BARRY LA | ANE | | | | | | | |
| HOLLOWAY ANNE M AMERICAN STATES WATER CO [AWR] (Check all applicable) | (Last) (Eirct) (Middle) | | (Middle) | | 1 | | | | |
| | | | 1 | AMERICAN STATES WATER CO [AWR] | | | 10% Owner | | |
| | 1. Name and Addr | ress of Reporting | Person [*] | 8, | | | | | |

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) | | | | | | Securities Beneficially | 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 | Transaction(s) (Instr. 3 and 4) | | (11311.4) |
| Common Shares | 05/24/2013 | | Р | | 500 | Α | \$53.59 | 22,364.0707 | 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. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D) Date Exercisable | | | | | Int of Derivative rities Security rlying (Instr. 5) ative rity (Instr. 3 | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|---|--|--|--------------------|-------|--|--|--|--|
| | | | | Code | v | | | | Expiration Date | Title | Amount or Number of Shares | | | |

Explanation of Responses:

/s/ Anne M. Holloway

05/28/2013 Date

** Signature of Reporting Person

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.