## FORM 4

obligations may continue. See Instruction 1(b).

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549
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Check this box if no longer subject to	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Section 16. Form 4 or Form 5	
obligations may continue. See	

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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>SPROWLS ROBERT J</u>					2. Issuer Name and Ticker or Trading Symbol AMERICAN STATES WATER CO [ AWR ]										all app		10%	Owner	
						3. Date of Earliest Transaction (Month/Day/Year) 03/14/2016									X	Officer (give title Other (special below)  President & CEO			
			4	- 4. Ii	4. If Amendment, Date of Original Filed (Month/Day/Year)									ridual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person					
	Tabl	eI-	Non-Deriv	ative	e Seci	uritie	s Ac	quir	red, I	Dis	sposed o	f, o	r Ben	efici	ially	Owne	ed		
1. Title of Security (Instr. 3)		Date	ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		∍,   7	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and					I 5) Secu Bend Own		ities cially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership	
							[	Code	v	Ar	Amount		(A) or (D)	Pric	Trai		action(s)		(Instr. 4)
Common Shares 03/04/20:				16	5			A		260.1552 <sup>(1)</sup>		.)	A	\$0	\$0.00		375.9622	D	
Common Shares 03/14/201				16	j			A		20,871.361		5	A	\$40.62		2 102,247.3237		D	
Common Shares 03/14/201					6			F		10,890.6765		5 <sup>(2)</sup> D \$4		\$40	0.62	2 91,356.6472		D	
	Та	ble														vned			
Derivative Conversion Date Execu Security or Exercise (Month/Day/Year) if any					Transaction Code (Instr. B) Securitie Acquired (A) or Disposed of (D)		ative rities ired osed	Expiration (Month/Days)			Date A y/Year) S: U U D S: ai		Amoun or Numbe		Deri Seci	vative ırity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
(Last) (First) (Middle)  1713 N VALLEJO WAY  (Street) UPLAND CA 91784  (City) (State) (Zip)  Table I - Non-Deriv  1. Title of Security (Instr. 3)  Common Shares  Common Shares  Common Shares  03/04/201  Table II - Derivat (e.g., pt. pt. price of Derivative Security (Instr. 3)  1. Title of Derivative Security (Month/Day/Year) Price of Derivative Price of Derivative (Month/Day/Year)						CA   91784	(First) (Middle) (O3/14/2016  A. If Amendment,  (State) (Zip)  Table I - Non-Derivative Securities  Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Shares  03/04/2016  Shares  03/14/2016  Table II - Derivative Securities (e.g., puts, calls, warrance)  2. Table II - Derivative Securities (e.g., puts, calls, warrance)  (e.g., puts, calls, warrance)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Instr. 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Transaction Date (Month/Day/Year)  Shares  03/04/2016  A  Shares  03/14/2016  A  Shares  03/14/2016  F  Table II - Derivative Securities Acquires (e.g., puts, calls, warrants, opinor or Exercise Price of Derivative Security  Security  Security  3. Transaction Date (e.g., puts, calls, warrants, opinor or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date  Date  Conversion Or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date  Date	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  Shares  03/04/2016  A  Shares  03/14/2016  A  Shares  03/14/2016  Table II - Derivative Securities Acquired, Di (e.g., puts, calls, warrants, options)  Table II - Derivative Securities Acquired, Di (e.g., puts, calls, warrants, options)  2. Table II - Derivative Securities Acquired, Di (e.g., puts, calls, warrants, options)  2. Table III - Derivative Securities Acquired, Di (e.g., puts, calls, warrants, options)  3. Transaction Date (e.g., puts, calls, warrants, options)  2. Date Official (Instr. 8)  Date Official (Instr. 8)	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Discurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  Shares  03/04/2016  A  Shares  03/14/2016  A  Shares  03/14/2016  Table II - Derivative Securities Acquired, Discurity (Month/Day/Year)  Table II - Derivative Securities Acquired, Discurity (Month/Day/Year)  Table II - Derivative Securities Acquired, Discurity (e.g., puts, calls, warrants, options, of the perivative Security (Month/Day/Year)  2. Table II - Derivative Securities Acquired, Discurity (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date  Date	ALLEJO WAY  O CA 91784  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Code (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) 2. Transaction Date (Instr. 3)  2. Transaction (Month/Day/Year) 2. Transaction Date (Instr. 3)  Code V Amount  A 260.1552(1)  Shares 03/14/2016 A 20,871.361  Shares 03/14/2016 F 10,890.6765  Table II - Derivative Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertib)  2. Conversion Or Exercise Price of Date (Month/Day/Year) (Month/Da	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, of Execurity (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Shares  03/04/2016  A 260.1552(1)  Shares  03/14/2016  A 20,871.3615  Shares  03/14/2016  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8)  Transaction Code (Instr. 8)  Code V Amount  A 260.1552(1)  Table II - Derivative Securities Acquired, Disposed of, or Expectation Date (e.g., puts, calls, warrants, options, convertible security  2. Conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Conversion Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Date Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 8) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 8) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Ben Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Shares 03/04/2016 A 260.1552(1) A  Shares 03/14/2016 A 20,871.3615 A  Shares 03/14/2016 F 10,890.6765(2) D  Table II - Derivative Securities Acquired, Disposed of, or Benef (e.g., puts, calls, warrants, options, convertible security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Benef (e.g., puts, calls, warrants, options, convertible security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Benef (e.g., puts, calls, warrants, options, convertible security (Instr. 3, 4 and 5)  And Date Execution Date (Month/Day/Year)  And Amount (A) or Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date Expiration Date (Month/Day/Year)  And Amount (B) or Benef (Month/Day/Year)  And Amount (B) or Benef (Month/Day/Year)  And Amount (B) or Benef (Month/Day/Year)  And (Month/Day/Year)  And Amount (B) or Benef (Month/Day/Year)  And (Month/Day/Year)  And (Month/Day/Year)  And (Month/Day/Year)  And (Month/Day/Year)	(First) (Middle)  O3/14/2016  4. If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date, (Month/Day/Year)  Shares  O3/04/2016  A 260.1552(1) A \$0  Shares  O3/14/2016  A 20,871.3615 A \$44  Shares  O3/14/2016  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  A 20,871.3615 A \$44  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  A 5. Number of Code (Instr. (Month/Day/Year) (Month/	(First) (Middle) (ALLEJO WAY)  3. Date of Earliest Transaction (Month/Day/Year) (3/14/2016  4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Shares  03/04/2016  A 260.1552(1) A \$0.00  Shares  03/14/2016  A 20,871.3615 A \$40.62  Shares  10.890.6765(2) D \$40.62  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Output (A) or (D)	(First) (Middle)  ALLEJO WAY  2. Transaction Date (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year)  (Month/Day/Year)  (Shares 03/04/2016	ALLEJO WAY    3. Date of Earliest Transaction (Month/Day/Year)   Presider	(First) (Middle) ALLEJO WAY  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Deemed (Month/Day/Year)  (Month/Day/Year)  Date (Instr. 3)  3. Deemed (Instr. 3)  2. Deemed (Instr. 3)  3. Deemed (Instr. 3)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Individual or Joint/Group Filing (Check Line)  X. Form filed by One Reporting Perform Direct (Instr. 3)  5. Amount of Securities Peneficially Owned  5. Amount of Securities Peneficially Owned (Instr. 3)  5. Amount of Securities Peneficially Owned (Instr. 4)  5. Amount of Securities Peneficially Owned (Instr. 3)  5. Amount of Securities Peneficially Owned (Instr. 3)  5. Amount of Securities Peneficially (Instr. 3)  5. Amount of Securities Peneficially Owned (Instr. 4)  6. Ownership Person  6. Ownership Penero (Instr. 4)  7. Title and Amount of Securities Penero (Instr. 4)  8. Price of Derivative Securities Penero (Instr. 4)  8. Price of Derivative Securities Penero (Instr. 4)  8. Ownership Pene

## **Explanation of Responses:**

- 1. Updated DRIP
- 2. 10890.6765 shares withheld to satisfy tax liability

## Remarks:

/s/ Robert J. Sprowls

\*\* Signature of Reporting Person Date

03/16/2016

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.