

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

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

| | | |
|---|---|---|
| 1. Name and Address of Reporting Person* <u>ROSS LLOYD E</u> (Last) (First) (Middle) <u>630 E FOOTHILL BLVD.</u> (Street) <u>SAN DIMAS CA 91773</u> (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 Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Former Director |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>07/02/2019</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person |

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 Shares | 07/02/2019 | | S | | 100 | D | \$74.38 | 48,305.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 98 | D | \$74.72 | 48,207.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$74.74 | 48,107.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 122 | D | \$74.75 | 47,985.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$74.76 | 47,885.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$74.78 | 47,785.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 2 | D | \$74.8 | 47,783.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$74.82 | 47,683.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 2 | D | \$74.85 | 47,681.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 200 | D | \$74.87 | 47,481.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 298 | D | \$74.89 | 47,183.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$74.91 | 47,083.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 200 | D | \$74.93 | 46,883.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$74.94 | 46,783.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$74.95 | 46,683.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$74.96 | 46,583.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 300 | D | \$74.98 | 46,283.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 42 | D | \$74.99 | 46,241.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 158 | D | \$75 | 46,083.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$75.01 | 45,983.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$75.02 | 45,883.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 400 | D | \$75.03 | 45,483.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 300 | D | \$75.07 | 45,183.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$75.08 | 45,083.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 300 | D | \$75.1 | 44,783.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$75.13 | 44,683.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$75.14 | 44,583.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$75.16 | 44,483.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$75.2 | 44,383.3655 | D | |
| Common Shares | 07/02/2019 | | S | | 100 | D | \$75.21 | 44,283.3655 | 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) | Date Exercisable | Expiration Date | | | | | |

Explanation of Responses:

Remarks:

/s/ Lloyd E. Ross

07/03/2019

** 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.