

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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* <b>BONTA DIANA M</b>  (Last) (First) (Middle) <b>1056 ALVIRA STREET</b>  (Street) <b>LOS ANGELES CA 90035</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>AMERICAN STATES WATER CO [ AWR ]</b>  3. Date of Earliest Transaction (Month/Day/Year) <b>05/17/2016</b>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)  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
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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	08/14/2015		A		15.9941 <sup>(1)</sup>	A	\$39.09	22,798.6606	D	
Common Shares	09/01/2015		A		8.6089 <sup>(2)</sup>	A	\$36.95	22,823.2636	D	
Common Shares	11/16/2015		A		15.3884 <sup>(3)</sup>	A	\$40.79	22,838.652	D	
Common Shares	02/16/2016		A		13.7594 <sup>(4)</sup>	A	\$45.95	22,852.4114	D	
Common Shares	05/17/2016		A		1,381.9095	A	\$39.8	24,234.3209	D	
Common Shares	05/18/2016		A		16.7455 <sup>(5)</sup>	A	\$37.94	24,251.0664	D	
Common Shares	05/19/2016		D		2.13 <sup>(6)</sup>	D	\$0.00	24,248.9364	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	Title	Amount or Number of Shares			

Explanation of Responses:

1. DER units credited on 8/14/15 as dividend at FMV  
2. DER units credited on 9/1/2015 as dividend at FMV  
3. DER units credited on 11/16/15 as dividend at FMV  
4. DER units credited on 2/16/16 as dividend at FMV  
5. DER units credited on 5/18/16 as dividend at FMV  
6. Adjustment for partial share

Remarks:

/s/ Diana M. Bonta 05/19/2016  
\*\* 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: Please keep three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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