

**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>Pierotti Jon</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> <hr/> 3. Date of Earliest Transaction (Month/Day/Year) 02/13/2024	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) Vice President Reg Affairs
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 <input type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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	03/22/2023		A		7.8212 <sup>(1)</sup>	A	\$0	1,397.727	D	
Common Stocks	06/01/2023		A		3.8196 <sup>(2)</sup>	A	\$88.79	1,401.5466	D	
Common Stocks	09/01/2023		A		4.3834 <sup>(3)</sup>	A	\$84.07	1,405.93	D	
Common Stocks	12/01/2023		A		4.5582 <sup>(4)</sup>	A	\$81.26	1,410.4882	D	
Common Stocks	01/16/2024		D		2.8373 <sup>(5)</sup>	D	\$0	1,407.6509	D	
Common Stocks	01/16/2024		D		22.35 <sup>(6)</sup>	A	\$0	308.7184	I	401(k)
Common Stocks	02/09/2024		F		72.8031 <sup>(7)</sup>	D	\$75.11	1,334.8478	D	
Common Stocks	02/09/2024		F		11.9294 <sup>(8)</sup>	D	\$75.11	1,322.9184	D	
Common Stocks	02/09/2024		F		91.0049 <sup>(9)</sup>	D	\$75.11	1,231.9135	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)		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. Updated Schwab Account
2. Der units credited on 06/01/2023 at FMV
3. Der units credited on 09/01/2023 at FMV
4. Der units credited on 12/01/2023 at FMV
5. Adjustment due to partial share
6. Updated 401(k)
7. 72.8031 shares withheld to satisfy tax liability
8. 11.9294 shares withheld to satisfy tax liability
9. 91.0049 shares withheld to satisfy tax liability

/s/ Jon Pierotti

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.