SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K

(Mark One)

[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [*NO FEE REQUIRED*]

For the fiscal year ended December 31, 2002

OR
137

[ ] TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [*NO FEE REQUIRED*]

For the transition period from to

Commission file number:

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

Southern California Water Company Investment Incentive Program

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

American States Water Company
630 East Foothill Boulevard
San Dimas, California 91773

Southern California Water Company Investment Incentive Program

Financial Statements and Supplemental Schedule As of December 31, 2002 and 2001 and for the Year Ended December 31, 2002

Southern California Water Company Investment Incentive Program

Financial Statements and Supplemental Schedule As of December 31, 2002 and 2001 and for the Year Ended December 31, 2002

Contents

Note: All schedules other than that listed above have been omitted since the information is either disclosed elsewhere in the financial statements or not required by 29 CFR 2520.103-10 of the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended.

Report of Independent Public Accountants

To the Plan Administrator of the
Southern California Water Company

Investment Incentive Program:

We have audited the accompanying statements of net assets available for plan benefits of the Southern California Water Company Investment Incentive Program (the “Plan”) as of December 31, 2002 and the related statement of changes in net assets available for plan benefits for the year then ended. These financial statements are the responsibility of the Plan’s management. Our responsibility is to express an opinion on these financial statements and supplemental schedule based on our audit. The Financial statement of the Plan as of December 31, 2001 was audited by other auditors who have ceased operations. Those auditors expressed an unqualified opinion on that statement in their report dated May 9, 2002.

We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the Plan as of December 31, 2002 and the changes in its net assets available for plan benefits for the year then ended, in conformity with accounting principles generally accepted in the United States.

Our audit was performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held as of December 31, 2002 is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan’s management. The supplemental schedule has been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

BDO Seidman, LLP
Los Angeles, California
June 25, 2003

THIS REPORT IS A CONFORMED COPY OF THE REPORT PREVIOUSLY ISSUED BY ARTHUR ANDERSEN LLP AND HAS NOT BEEN REISSUED

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To the Plan Administrator of the

Southern California Water Company
Investment Incentive Program:

We have audited the accompanying statements of net assets available for plan benefits of the SOUTHERN CALIFORNIA WATER COMPANY INVESTMENT INCENTIVE PROGRAM (the “Plan”) as of December 31, 2001 and 2000, and the related statement of changes in net assets available for plan benefits for the year ended December 31, 2001. These financial statements and the supplemental schedule referred to below are the responsibility of the Plan’s administrator. Our responsibility is to express an opinion on these financial statements and supplemental schedule based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the Plan as of December 31, 2001 and 2000, and the changes in its net assets available for plan benefits for the year ended December 31, 2001, in conformity with accounting principles generally accepted in the United States.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The Schedule of Assets Held is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

ARTHUR ANDERSEN LLP

Los Angeles, California
May 9, 2002

Statements of Net Assets Available for Plan Benefits

December 31,	2002	2001
Assets		
Investments, at fair value	**$30,108,150**	$29,692,666
Receivables:		
Employer contributions	**61,978**	16,741
Employee contributions	**63,204**	—
Net assets available for plan benefits	**$30,233,332**	$29,709,407

See accompanying notes to financial statements.

Statement of Changes in Net Assets Available for Plan Benefits

Year ended December 31,	2002
Additions:	
Contributions:	
Additions to net assets attributed to:	
Employee	$ 1,998,798
Employer	1,028,049
Total contributions	3,026,847
Investment income:	
Interest and dividends	873,894
Total investment income	873,894
Total additions	3,900,741
Deductions:	
Deductions from net assets attributed to:	
Net depreciation in fair value of investments	2,178,156
Benefits paid to participants	1,189,954
Administrative expenses	8,706
Total deductions	3,376,816
Net increase	523,925
Net assets available for plan benefits	
Beginning of year	29,709,407
End of year	$30,233,332

See accompanying notes to financial statements.

1. Plan Description

The following description of the Southern California Water Company Investment Incentive Program (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan established by the Southern California Water Company (the "Company") under the provisions of Section 401(a) of the Internal Revenue Code (the "IRC"). Which includes a qualified cash or deferred arrangement as described in Section 401(k) of the IRC, for the benefit of eligible employees of the Company. The Plan was amended and restated effective January 1, 2000 to comply with new IRC requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERlSA").

Prior to inception of the Plan, the Company maintained the Payroll-Based Tax Credit Employee Stock Ownership Plan (the "PAYSOP") for the benefit of participating employees and their beneficiaries. Under the PAYSOP. the Company contributed amounts equal to a tax credit claimed by the Company on its federal income tax return. This credit was calculated as a percentage of qualifying payroll. The Tax Reform Act of 1986 eliminated this credit for tax years after 1986. As a result, the Company terminated the PAYSOP and transferred the net assets into the Plan effective January 1, 1988. The trustee of the Plan maintains a separate account for the net assets which were transferred from the PAYSOP. The net assets relating to the PAYSOP amounted to $2,438,003 and $2,557,036 as of December 31, 2002 and 2001, respectively. Such net assets are considered non-participant directed investments and the full net assets balance is invested in the American States Water Company Stock Fund (See Note 5).

1. Plan Description (Continued)

In 1998, the Company formed a holding company, American States Water Company ("ASWC"). ASWC has no material assets other than the common stock of the Company. At the time of the formation, the Plan's investments in the Company's common stock changed to an investment in the ASWC common stock. Such change did not have a significant impact on the financial statements.

Effective January 1, 2002 the Plan was amended to adopt the changes allowed under the Economic Growth and Tax Relief Reconciliation Act of 2001 ("EGTRRA").

Plan Administration

Under a trust agreement dated May 4, 1988, Wells Fargo Bank, N.A., formerly First Interstate Bank, was appointed trustee for the Plan (the "Trustee"). During 1999, Wells Fargo Bank merged with Norwest; as a result of the merger the recordkeeping services which Wells Fargo Bank provided changed from Trust Mark to Omni Plus. The Plan is administered by the Investment Incentive Program Committee (the "Plan Administrator"), which is appointed by the Company's Board of Directors.

Eligibility

Per the Plan Document amended and restated effective January 1, 2000, any regular employee who has completed a period of service of thirty consecutive days is eligible to participate in the Plan. Participation begins on the first day of the payroll period coincident with or next following the attainment of 30 consecutive days of service.

1. Plan Description (Continued)

Contributions

Per the Plan Document amended and restated effective January 1, 2002, eligible employees can contribute an amount between one and twenty percent of compensation, as defined in the Plan document. In addition, the Company provides matching contributions of 100 percent of the first three percent and 50 percent of the next three percent contributed by a participant Under the terms of the Plan, employer matching contributions are invested in the American States Water Company Common Stock Fund, formerly the Southern California Water Company Common Stock Fund. Contributions from the employer in cash and noncash amounted to $212,384 and $815,665, respectively, for the year ended December 31, 2002.

Vesting

Participants are fully vested in their contributions and the employer contributions made to their account, plus actual earnings thereon.

Distribution of Benefits

Participants' benefits under the Plan become distributable upon severance from service, as defined in the Plan document. Participants electing to have their distribution deferred will receive benefits equal to the amounts credited to their account as of the end of the next calendar quarter. The value of benefits distributable to a participant not electing deferral is based upon amounts credited to the participants account under the Plan as of the end of the preceding calendar quarter, except as described below.

1. Plan Description (Continued)

A participant shall be entitled to request an in-service withdrawal of the lesser of the balance of his account or the total unwithdrawn deferral contributions after the participant has attained age 59-1/2. Such a distribution shall be permitted only once every two years while the participant remains an employee of the Company. In addition, subject to the approval of the Plan Administrator, withdrawals from a participant's account may be permitted before age 59-1/2 to meet a financial hardship, as defined in the Plan document.

A participant who has attained age 55 and completed at least ten years of participation in the Plan (including any years of participation in the PAYSOP) may elect a distribution of a portion of his PAYSOP account attributable to shares of Company Stock after December 31, 1986, as provided in Section 401(a)(28)(B) of the IRC.

Participant Accounts

Each participant's account is credited or debited with the participant's contributions and related employer matching contributions, as well as the participant's share of the Plan's earnings or losses. Certain administrative expenses directly relating to a participant's account are specifically allocated and deducted from the specific participant's account. Allocations are based on the proportion that each participant's account balance has to the total of all participants' account balances. The benefit to which a participant is entitled to is the benefit that can be provided from the participant's account balance.

1. Plan Description (Continued)

Participant Loans

Effective June 5, 1996, participants may borrow from their account a minimum of $1,000 up to a maximum amount equal to the lesser of $50,000 or 50 percent of his or her account balance. Loan transactions are treated as a transfer between the investment fund and the Participant Loan Fund. Principal and interest are repayable ratably through payroll deductions over 36 months for loans less than $5,000 and within 59 months for all other loans. The loans bear interest at the Prime Rate plus one percent. The interest rates for the 2002 Plan year range from 5.25 to 10.50 percent. A loan is considered to be in default if any scheduled payment is more than thirty days late.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires the Plan's management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risks and Uncertainties

The Plan provides for various investment Options in mutual funds, common and collective trust investment funds offered by the Trustee, and ASWC Stock Fund. Such investment options are exposed to various risks such as interest rate, market and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in the various risk factors in the near term would materially affect the amounts reported in the financial statements.

2. Summary of Significant Accounting Policies (Continued)

The Plan invests in common and collective trust investment funds that hold securities of foreign companies, which involve special risks and considerations not typically associated with investing in U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments. Moreover, securities of many foreign companies and their markets may be less liquid and their prices more volatile than those of securities of comparable U.S. companies.

Investment Valuation and Income Recognition

Investments are stated at fair value. Investments in registered investment companies is valued at quoted market prices, which represent the net asset value of shares held by the Plan at year end. The unit price of the American States Water Company Stock Fund and the common and collective trust investment funds is based on the current market value of underlying assets of the fund as determined by the trustee. Participant loans are valued at cost, which approximate fair value.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Net Appreciation (Depreciation) in Fair Value of Investments

Net appreciation (depreciation) in fair value of investments is based on the fair value of the assets at the beginning of the year or at the time of purchase for assets purchased during the year and the related fair values on the day investments are sold with respect to realized gains and losses, and on the last day of the year with respect to unrealized gains and losses. Net realized and unrealized appreciation (depreciation) is recorded in the accompanying Statement of Changes in Net Assets Available for Plan Benefits as net depreciation in fair value of investments.

2. Summary of Significant Accounting Policies (Continued)

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Administrative fees for accountants, legal counsel and other specialists and any other costs of administering the Plan, unless paid directly by the Company, will be paid by the Plan and will be charged against participants' accounts. Certain administrative expenses directly relating to a participant's account are specifically allocated and deducted from the specific participant's account.

Administrative expenses incurred related to the net assets of the former PAYSOP account that are paid out of the Plan are limited to the lesser of (i) the sum of 10 percent of the first $100,000 and 5 percent of any amount in excess of $100,000 of the income from dividends paid to the Plan with respect to the American States Water Company common stock allocated to the PAYSOP account during the Plan year, or (ii) $100,000. During 2002, administrative expenses borne by the Plan and by the Company were insignificant.

3. Investment Options

Participants may direct their contributions and any related earnings into various investment options. Participants may change their investment elections on a daily basis, in full percentage increments. Participants may not direct the investment of employer matching contributions, which are required to be invested in the Company's stock fund. Participants should refer to the fund information provided by the Trustee for a complete description of the investment options as well as for the detailed composition of each investment fund.

4. Investments The following table presents investments that represent 5 percent or more of the Plan's Net Assets:

December 31,	2002	2001
Common Stock		
American States Water Company Stock Fund, 503,070 and 461,221 units, respectively	**$17,589,051***	$16,200,853*
Common Collective Trusts:		
Wells Fargo Stable Return EBT Ret Fund, 79,457 and 70,998 units, respectively	**2,676,624**	2,267,963
Wells Fargo S&P 500 Stock Fund, 68,019 and 60,805 units, respectively	**2,399,033**	2,758,126
Registered Investment Companies:		
Strong Opportunity Fund, 99,175 and 95,828 units, respectively	**2,846,319**	3,765,077
Strong Large Cap Growth Fund, 58,271 and 2,138 units, respectively	**962,048**	1,227,848
Participant loans	**1,909,104**	1,926,993

*Participant and non-participant directed

During 2002, the Plan's investments (including gains and losses on investments bought, sold and held during the year) depreciated in value by $2,178,156 as follows:

American States Water Company Stock Fund	$ (144,775)
Common and Collective Trusts Investment Funds	(537,362)
Registered Investment Companies	(1,496,019)
Total	$(2,178,156)

5. Non-Participant Directed Investments

Information about the net assets and the significant components of the changes in the net assets relating to the nonparticipant-directed portion of the ASWC Stock Fund is as follows:

December 31,	2002	2001
American States Water Company Stock Fund	$ **12,236,548**	$11,441,501

Year ended December 31,	2002
Changes in net assets:	
Contributions	$ 982,812
Net appreciation in fair value, dividend and interest income	324,858
Benefits paid to participants	(487,373)
Transfers to loan fund	(25,250)
Total	$ 795,047

6. Related Party Transactions

The Trustee and the Company are parties-in-interest as defined by ERISA. Certain Plan investments are shares of mutual funds managed by the Trustee, common and collective trusts investment funds offered by the Trustee, and shares of ASWC Stock Fund. Such transactions qualify as party-in-interest transactions permitted by the Department of Labor regulations. Fees paid to the Trustee for the year ended December 31, 2002 were insignificant.

7. Tax Status

The Internal Revenue Service issued a determination letter dated November 6, 1996 stating that the Plan and related trust are designed in accordance with applicable IRC requirements as of that date. The Plan has been amended since receiving the determination letter. However, the Plan Administrator believes that the Plan is designed and is currently operated in compliance with the applicable provisions of the IRC. Therefore, the Plan Administrator believes that the Plan was qualified and the related trust was tax-exempt as of December 31, 2002 and 2001 for the year ended December 31, 2002. Subsequent to year end, on January 15, 2003, the Plan received a favorable determination letter.

7. Tax Status (Continued)

The Plan entered into an Internal Revenue Service Voluntary Correction Program in connection with an operational defect where certain employer matching contributions from 1996 to 2000 were calculated on basis of total compensation without applying the limitation on compensation of Section 401(a)(17) of the Code. This resulted in certain participants receiving matching contributions in excess of 4.5% of compensation. The total dollar impact would be based on the value of the units of ASWC Common Stock Fund at the time of the correction. As part of the correction program, the dollar amount will be forfeited by the participants, and will be used to reduce future Company matching contributions. In 2002, the Plan completed all the necessary corrective procedures by reducing the 2002 employer matching contributions by the amount of approximately $9,000.

8. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan document to discontinue its contributions at any time and to amend or terminate the Plan subject to the provisions of ERISA.

9. Subsequent Events

The Plan has been amended on December 30, 2002. Per the Amendment, effective January 1, 2003, once employer matching contributions have been allocated to a participant's account, the participant may redirect the investment of such matching contributions into any of the investment funds, subject to compliance with applicable laws and any Company insider trading policies.

The Amendment also states that effective January 1, 2003, the American States Water Company Stock Fund shall be deemed an 'employee stock ownership plan' within the meaning of Section 4975(e)(7) of the Code and ERISA Section 407(d)(6) that is intended to invest primarily in Company Stock. All cash dividends on Company Stock allocated to participants' accounts invested in the Company Stock Fund shall be reinvested in Company Stock, except for dividends allocated to any participant who elects that such dividends shall be distributed to the participant in cash. Such election shall be made in a manner prescribed by the Committee.

Schedule I: — Form 5500 — Schedule H — Line 4i -
Schedule of Assets Held as of December 31, 2002

EIN: 95-1243678
Plan Number: 005

Identity of Issuer, borrower, lessor, or similar party	Description of Investment including maturity date, rate of interest, par or maturity value	Cost	Current Value
*American States Water Company	American States Water Company ("ASWC") Stock Fund:		
	Wells Fargo Stable Return Fund (net)	$ 458,852	$ 462,402
	American States Water Company Common Stock	12,315,820	17,126,649
		12,774,672	17,589,051
*Wells Fargo Institutional Trust Group	Stable Return EBT Ret Fund		2,676,624
*Wells Fargo Institutional Trust Group	S&P 500 Stock Fund		2,399,033
Invesco	Select Income Fund		727,991
Strong	Opportunity Fund		2,846,319
Strong	Large Cap Growth Fund		962,048
Westcore	Plus Bond		997,980
*Participant loans	Loan with maturities through 2007, interest rates ranging from 5.25 to 10.50 percent		1,909,104
Total assets			$30,108,150

* Represents a party-in-interest as defined by ERISA.

** The cost is only required for non-participant directed investments. The ASWC Stock Fund includes participant and non-participant directed investments.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the members of the Investment Incentive Program Committee have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

SOUTHERN CALIFORNIA WATER COMPANY
INVESTMENT INCENTIVE PROGRAM

By: /s/ McCLELLAN HARRIS III

McClellan Harris III
Member - Investment Incentive Program Committee

By: /s/ JAMES B. GALLAGHER

James B. Gallagher
Member - Investment Incentive Program Committee

By: /s/ JOEL A. DICKSON

Joel A. Dickson
Member - Investment Incentive Program Committee

Dated: June 25, 2003

EXHIBIT 23

CONSENT OF INDEPENDENT PUBLIC ACCOUNTANTS

As independent public accountants, we hereby consent to the incorporation by reference of our report dated June 25, 2003 included in this Form 11-K Annual Report for the Southern California Water Company Investment Incentive Program for the year ended December 31, 2002, into the previously filed S-8 Registration Statement, Filed on August 13, 1998 (File No. 333-47647), of American States Water Company, as the successor issuer of Southern California Water Company (File No. 33-71226) pursuant to the Agreement of Merger.

BDO SEIDMAN, LLP

Los Angeles, California
June 25, 2003

EXHIBIT 23.2

LIMITATION OF RECOVERY AGAINST ARTHUR ANDERSEN LLP
POTENTIAL LIMITATION OF REMEDIES AGAINST ARTHUR ANDERSEN LLP

This Annual Report does not include a consent from Arthur Andersen LLP related to the audited 2001 financial statements included in this Annual Report as the Plan was unable to obtain such written consent after reasonable efforts. The lack of such consent may cause a limitation in the remedies available against Arthur Andersen LLP in connection with the 2001 financial statements.

Exhibit 99

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

Each of the undersigned hereby certifies in his capacity as a member of the Investment Incentive Program Committee of the Southern California Water Company Investment Incentive Program (the “Plan”) that to his knowledge the Annual Report of the Plan on Form 11-K for the year ended December 31, 2002 fully complies with the requirements of Section 15(d) of the Securities Exchange Act of 1934 and to his knowledge the information contained in such report fairly represents, in all material respects, the financial condition of the Plan at the end of such period and the changes in net assets of the Plan for such period.

The Investment Incentive Program Committee is the functional equivalent of the chief executive officer and chief financial officer of the Plan.

SOUTHERN CALIFORNIA WATER COMPANY
INVESTMENT INCENTIVE PROGRAM COMMITTEE

By: /s/ McCLELLAN HARRIS III

McClellan Harris III
Member - Investment Incentive Program Committee

By: /s/ JAMES B. GALLAGHER

James B. Gallagher
Member - Investment Incentive Program Committee

By: /s/ JOEL A. DICKSON

Joel A. Dickson
Member - Investment Incentive Program Committee

Dated: June 25, 2003