SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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[*] **TANNER ROLAND S** (Last) (First) (Middle) **630 E FOOTHILL BLVD** (Street) **SAN DIMAS CA 91773** (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol **AMERICAN STATES WATER CO** [AWR] 3. Date of Earliest Transaction (Month/Day/Year) 12/04/2009 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ____ 10% Owner X Officer (give title below) ____ Other (specify below) **VICE PRESIDENT** 6. Individual or Joint/Group Filing (Check Applicable Line) X 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 Stock	03/02/2009		A		15.4199[1]	A	$33.93	3,432.8261	D	
Common Stock	06/01/2009		A		16.6316[2]	A	$31.69	3,449.4577	D	
Common Stock	09/01/2009		A		16.2004[3]	A	$32.79	3,465.6581	D	
Common Stock	12/01/2009		A		16.5923[4]	A	$33.55	3,482.2504	D	
Common Stock	12/03/2009		M		500	A	$20.83	3,982.2504	D	
Common Stock	12/03/2009		S		500	D	$33.46	3,482.2504	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				
Employee Stock Option (Right to Buy)	$20.83	12/03/2009		M			500	04/30/2001[5]	04/30/2010	Common Stock	500	$0	0	D	

Explanation of Responses:

1. DER units credited on 3/2/2009 as dividend at FMV
2. DER units credited on 6/1/2009 as dividend at FMV
3. DER units credited on 9/1/2009 as dividend at FMV
4. DER units credited on 12/1/2009 as dividend at FMV
5. This option became exercisable as to 33% of the total number of shares subject to the option on 04/30/01, 33% on 4/30/02, and 34% on 4/30/03.

/s/ Roland S. Tanner   12/04/2009

** Signature of Reporting Person   Date