FORM 4

obligations may continue. See

Instruction 1(b)

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL

OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person* AMERICAN STATES WATER CO [AWR] ANDERSON JAMES L Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 05/23/2017 4375 VIA SERENA 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person 92003 **BONSALL** CA Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4 Securities Assuired (A) or 6. Ownership 7. Nature 1 Title of Security (Instr. 2)

Title of Security (Instr. 3) 2. Iransaction Date (Month/Day/Year) if any (Month/Day/Year)				action (Instr.	4. Securities A Disposed Of (D			Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(111301.4)	
Common Shares	06/01/2016		A		7.7717 ⁽¹⁾	A	\$39.83	34,080.431	D		
Common Shares	08/15/2016		A		92.555(2)	A	\$41.37	34,172.986	D		
Common Shares	09/01/2016		A		8.0126(3)	A	\$38.85	34,180.9986	D		
Common Shares	11/15/2016		A		100.3398(4)	A	\$41.45	34,281.3384	D		
Common Shares	12/31/2016		A		819 ⁽⁵⁾	A	\$0.00	35,100.3384	D		
Common Shares	02/15/2017		A		95.2715 ⁽⁶⁾	A	\$43.91	35,195.6099	D		
Common Shares	05/15/2017		A		94.3355 ⁽⁷⁾	A	\$44.59	35,289.9454	D		
Common Shares	05/23/2017		A		1,667.0371	A	\$44.99	36,956.9825	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	rcise (Month/Day/Year) if any Code (Instr. f tive (Month/Day/Year) 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 6/1/2016 as dividend at FMV
- 2. DER units credited on 8/15/2016 as dividend at FMV
- 3. DER units credited on 9/1/2016 as dividend at FMV
- 4. DER units credited on 11/15/2016 as dividend at FMV
- 5. Updated DRIP in Schwab account
- 6. DER units credited on 2/15/2017 as dividend at FMV
- 7 DER units credited on 5/15/2017 as dividend at EMV

Remarks:

/s/ James L. Anderson

05/24/2017

** 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.