FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPROVAL |
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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 an | | 2. Issuer Name and Ticker or Trading Symbol AMERICAN STATES WATER CO [AWR] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | | | | | |
|--|--|---|---|----------|------|---|------------------|--|--------------------|---------------------------|---|---|------------------------------|-------|---|--|---|------------------------------|--|--|
| (Last) | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/22/2003 | | | | | | | | | X | | er (give title | | 10% Owner Other (specify below) | |
| (Street) | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | orting |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | | | Exe) if a | cution ny | Deemed cution Date, y nth/Day/Year) | | ction Instr. | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a | | | | nd 5) Securities Beneficially Owned Foll | | ties cially d Following | Form: | nership : Direct Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | | | Code | v | Amount | | (A) or (D) | Pric | | | ted action(s) 3 and 4) | | | (Instr. 4) | | | | |
| Common 05/22/ | | | | | | 2003 | | | | | 1,869.02 | 59 | D | 24 | 4.81 8 | | 6.8078 | | D | |
| Common 05/22 | | | | | 2003 | 2003 | | | | | 1,000 | | A | 25.08 | | 1,806.8078 | | | D | |
| Common 05/22 | | | | | 2003 | 003 | | | P | | 1,000 | | A | 24.99 | | 2,806.8078 | | | 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. Deer Execution if any (Month/E | on Date, | | ansaction ode (Instr. | | of | | Exerci on Da Day/Yo | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | | | rative rity r. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | Ov Fo Dir or (I) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | | | Date Exercisa | able | Expiration Date | Amoun or Numbe of Shares | | nber | | | | | | | | |

Explanation of Responses:

Lloyd E. Ross

05/22/2003

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

^{*} 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).