П

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## 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

OMB APPROVAL

OMB Number:	3235-0287
Estimated average burde	en
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			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>AMERICAN STATES WATER CO</u> [ AWR ]	(Check	tionship of Reporting Person all applicable) Director Officer (give title	(s) to Issuer 10% Owner Other (specify
(Last) 3825 CANFIEL	(EIISE) (MIDDIE) I		3. Date of Earliest Transaction (Month/Day/Year) 01/30/2018	Х	below) Vice Presiden	below)
(Street) PASADENA (City)	CA (State)	91107 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing ( Form filed by One Report Form filed by More than C Person	ing Person

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership									
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities A Disposed Of (			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Shares	06/01/2017		A		12.1954 <sup>(1)</sup>	A	\$46.75	2,368.987	D	
Common Shares	09/01/2017		A		12.3289(2)	A	\$48.98	2,381.3159	D	
Common Shares	12/01/2017		A		10.627(3)	A	\$57.12	2,391.9429	D	
Common Shares	01/02/2018		D		0.8758(4)	D	\$0.00	2,391.0671	D	
Common Shares	01/30/2018		A		766	A	\$0.00	3,157.0671	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. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	vative rities ired r osed ) . 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title Amouri Securi Underi Deriva Securi and 4)	nt of ties lying tive ty (Instr. 3	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 06/01/2017 as dividend at FMV

2. DER Units Credited on 09/01/2017 as dividend at FMV

3. DER Units Credited on 12/01/2017 as dividend at FMV

4. Adjustment due to partial share

**Remarks:** 

### /s/ Gladys Farrow

\*\* Signature of Reporting Person

02/01/2018

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.