

AMERICAN STATES WATER CO

Form 4

June 05, 2007

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WICKS FLOYD E

(Last) (First) (Middle)

1647 POSILIPO LANE APT. E

(Street)

SANTA BARBARA, CA 93108

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

AMERICAN STATES WATER CO
[AWR]

3. Date of Earliest Transaction
(Month/Day/Year)

06/05/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

CEO and 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)
Common stock	06/01/2007		M	V Amount (A) or (D) Price 4,215 A \$ 25.55	10,319.0357	D	
Common stock	06/01/2007		M	16,930 A \$ 25.92	27,249.0357	D	
Common stock	06/01/2007		S	3,700 D \$ 36	23,549.0357	D	
Common stock	06/01/2007		S	2,400 D \$ 36.01	21,149.0357	D	
Common stock	06/01/2007		S	300 D \$ 36.02	20,849.0357	D	

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Common stock	06/01/2007	S	1,300	D	\$ 36.03	19,549.0357	D
Common stock	06/01/2007	S	700	D	\$ 36.04	18,849.0357	D
Common stock	06/01/2007	S	1,100	D	\$ 36.05	17,749.0357	D
Common stock	06/01/2007	S	1,102	D	\$ 36.06	16,647.0357	D
Common stock	06/01/2007	S	600	D	\$ 36.07	16,047.0357	D
Common stock	06/01/2007	S	600	D	\$ 36.08	15,447.0357	D
Common stock	06/01/2007	S	900	D	\$ 36.1	14,547.0357	D
Common stock	06/01/2007	S	200	D	\$ 36.11	14,347.0357	D
Common stock	06/01/2007	S	200	D	\$ 36.14	14,147.0357	D
Common stock	06/01/2007	S	100	D	\$ 36.15	14,047.0357	D
Common stock	06/01/2007	S	100	D	\$ 36.16	13,947.0357	D
Common stock	06/01/2007	S	200	D	\$ 36.18	13,747.0357	D
Common stock	06/01/2007	S	100	D	\$ 36.19	13,647.0357	D
Common stock	06/01/2007	S	800	D	\$ 36.2	12,847.0357	D
Common stock	06/01/2007	S	399	D	\$ 36.21	12,448.0357	D
Common stock	06/01/2007	S	600	D	\$ 36.3	11,848.0357	D
Common stock	06/01/2007	S	200	D	\$ 36.31	11,648.0357	D
Common stock	06/01/2007	S	700	D	\$ 36.32	10,948.0357	D
Common stock	06/01/2007	S	100	D	\$ 36.33	10,848.0357	D
Common stock	06/01/2007	S	1,299	D	\$ 36.34	9,549.0357	D
	06/01/2007	S	901	D		8,648.0357	D

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Common stock						\$ 36.35		
Common stock	06/01/2007		S	300	D	\$ 36.36	8,348.0357	D
Common stock	06/01/2007		S	163	D	\$ 36.37	8,185.0357	D
Common stock	06/01/2007		S	200	D	\$ 36.38	7,985.0357	D
Common stock	06/01/2007		S	200	D	\$ 36.39	7,785.0357	D

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

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 control number.

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(9-02)

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee stock option (right to buy)	\$ 25.55	06/01/2007		M	4,215	02/02/2007 ⁽¹⁾ 02/01/2014	Common stock 4,215
Employee stock option (right to buy)	\$ 25.92	06/01/2007		M	16,930	⁽²⁾ 01/02/2015	Common stock 16,930

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

WICKS FLOYD E
1647 POSILIPO LANE APT. E
SANTA BARBARA, CA 93108

CEO and President

Signatures

/s/ Floyd E.
Wicks

06/05/2007

**Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The option became exercisable as to 33% of the total number of shares subject to the option on Feb. 2, 2005, 33% on Feb. 2, 2006 and an additional 33% on Feb. 2, 2007.
- (2) The option became exercisable as to 33% of the total number of shares subject to the option on January 2, 2005, 33% on January 2, 2006, and an additional 33% on January 2, 2007

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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