SJW CORP Form 4 September 02, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3

Number: 3235-0287

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

SECURITIES

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

obligations may continue.

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Addr Jensen Palle | ess of Reporti | ng Person * | 2. Issuer Name and Ticker or Trading Symbol SJW CORP [SJW] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|----------------------------------|----------------|-------------|---|---|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check an applicable) | | | | |
| 110 W TAYLOR STREET | | | (Month/Day/Year) 09/01/2016 | Director 10% OwnerX Officer (give title Other (specify below) Sr. VP of Regulatory Affairs | | | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | | |
| SAN JOSE, CA 95110 | | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reportin Person | | | | |

| (City) | (State) | (Zip) Tab | le I - Non-l | Derivative | Secu | rities Acqui | red, Disposed of, | or Beneficiall | y Owned |
|--------------------------------------|---|---|--|------------|-----------|---------------|--|---|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | | sed of | ` ′ | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | |
| Common Stock | 09/01/2016 | | S | 300 | D | \$ 41.95 | 17,299 (1) | D | |
| Common Stock | 09/01/2016 | | S | 200 | D | \$ 42 | 17,099 (2) | D | |
| Common Stock | 09/01/2016 | | S | 100 | D | \$ 42.01 | 16,999 (3) | D | |
| Common Stock | 09/01/2016 | | S | 600 | D | \$ 42.02 | 16,399 (4) | D | |
| Common Stock | 09/01/2016 | | S | 188 | D | \$ 42.0281 | 16,211 <u>(5)</u> | D | |

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| Common Stock | 09/01/2016 | S | 900 | D | \$ 42.03 | 15,311 <u>(6)</u> | D |
|-----------------|------------|---|-----|---|-----------|-------------------|---|
| Common Stock | 09/01/2016 | S | 100 | D | \$ 42.04 | 15,211 <u>(7)</u> | D |
| Common Stock | 09/01/2016 | S | 500 | D | \$ 42.05 | 14,711 (8) | D |
| Common Stock | 09/01/2016 | S | 200 | D | \$ 42.06 | 14,511 <u>(9)</u> | D |
| Common Stock | 09/01/2016 | S | 130 | D | \$ 42.075 | 14,381 (10) | D |
| Common Stock | 09/01/2016 | S | 220 | D | \$ 42.08 | 14,161 (11) | D |
| Common Stock | 09/01/2016 | S | 50 | D | \$ 42.085 | 14,111 (12) | D |
| Common Stock | 09/01/2016 | S | 100 | D | \$ 42.1 | 14,011 (13) | D |
| Common Stock | 09/01/2016 | S | 200 | D | \$ 42.11 | 13,811 (14) | D |
| Common Stock | 09/01/2016 | S | 100 | D | \$ 42.13 | 13,711 (15) | D |
| Common Stock | 09/01/2016 | S | 100 | D | \$ 42.16 | 13,611 (16) | D |
| Common Stock | 09/01/2016 | S | 100 | D | \$ 42.18 | 13,511 (17) | D |
| Common Stock | 09/01/2016 | S | 200 | D | \$ 42.22 | 13,311 (18) | D |
| Common Stock | 09/01/2016 | S | 152 | D | \$ 42.25 | 13,159 (19) | D |
| Common Stock | 09/01/2016 | S | 200 | D | \$ 42.26 | 12,959 (20) | D |
| Common Stock | 09/01/2016 | S | 200 | D | \$ 42.27 | 12,759 (21) | D |
| Common Stock | 09/01/2016 | S | 60 | D | \$ 42.28 | 12,699 (22) | D |
| Common Stock | 09/01/2016 | S | 100 | D | \$ 42.3 | 12,599 (23) | 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.

SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

9. Nu Deriv Secu

Owner Follo Repo Trans (Insti

| Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | le and | 8. Price of | • |
|------------------------------|-------------|---------------------|--------------------|-----------|--------------|---------------|-------------|---------|-------------|-------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transac | tionNumber | Expiration D | ate | Amou | int of | Derivative | į |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8 |) Derivative | e | | Secur | ities | (Instr. 5) | 1 |
| | Derivative | | | | Securities | 3 | | (Instr. | 3 and 4) | | |
| | Security | | | | Acquired | | | | | | 1 |
| | • | | | | (A) or | | | | | | į |
| | | | | | Disposed | | | | | | • |
| | | | | | of (D) | | | | | | |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | T:41- | or Namel | | |
| | | | | | | Exercisable | Date | Title | Number | | |
| | | | | C 1 1 | W (A) (D) | | | | of | | |
| | | | | Code ' | V (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Jensen Palle

110 W TAYLOR STREET Sr. VP of Regulatory Affairs

SAN JOSE, CA 95110

Signatures

/s/ Suzy Papazian Attorney-in-Fact for Palle
Jensen 09/02/2016

**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) Represents 11,578 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (2) Represents 11,378 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (3) Represents 11,278 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (4) Represents 10,678 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (5) Represents 10,490 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (6) Represents 9,590 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (7) Represents 9,490 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (8) Represents 8,990 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (9) Represents 8,790 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (10) Represents 8,660 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (11) Represents 8,440 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.

Reporting Owners 3

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- (12) Represents 8,390 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (13) Represents 8,290 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (14) Represents 8,090 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (15) Represents 7,990 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (16) Represents 7,890 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (17) Represents 7,790 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (18) Represents 7,590 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (19) Represents 7,438 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (20) Represents 7,238 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (21) Represents 7,038 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (22) Represents 6,978 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units.
- (23) Represents 6,878 shares of the issuer's common stock and 5,721 shares of the issuer's common stock underlying restricted stock units. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.