

AMERICAN STATES WATER CO
 Form 4
 June 05, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

(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
 Officer (give title below) ___ Other (specify below)
 CEO and President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common stock	06/01/2007		M		4,215	A	\$ 25.55
Common stock	06/01/2007		M		16,930	A	\$ 25.92
Common stock	06/01/2007		S		3,700	D	\$ 36
Common stock	06/01/2007		S		2,400	D	\$ 36.01
Common stock	06/01/2007		S		300	D	\$ 36.02

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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.

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SEC 1474
(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)	Amount or Number of Shares	
				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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