

AMERICAN STATES WATER CO
 Form 4
 June 04, 2007

FORM 4

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

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).

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)
 06/04/2007

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	05/31/2007		M		21,435	A	\$ 25.55
Common Stock	05/31/2007		S		6,500	D	\$ 36
Common Stock	05/31/2007		S		5,635	D	\$ 36.02
Common Stock	05/31/2007		S		2,300	D	\$ 36.03
Common Stock	05/31/2007		S		700	D	\$ 36.05

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Common Stock	05/31/2007	S	900	D	\$ 36.08	8,722.0218	D
Common Stock	05/31/2007	S	100	D	\$ 36.21	8,622.0218	D
Common Stock	05/31/2007	S	100	D	\$ 36.26	8,522.0218	D
Common Stock	05/31/2007	S	1,700	D	\$ 36.29	6,822.0218	D
Common Stock	05/31/2007	S	1,200	D	\$ 36.33	5,622.0218	D
Common Stock	05/31/2007	S	1,200	D	\$ 36.34	4,422.0218	D
Common Stock	05/31/2007	S	100	D	\$ 36.35	4,322.0218	D
Common Stock	05/31/2007	S	1,000	D	\$ 36.4	3,322.0218	D

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

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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 Securities (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	05/31/2007		M	21,435	<u>(1)</u>	02/01/2014	Common Stock	21,435

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

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

CEO and President

Signatures

/s/ Floyd E. 06/04/2007
Wicks

__Signature of Date
Reporting Person

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 \$8,465 of the total number of shares subject to the option on Feb. 2, 2005, an additional \$8,465 on Feb. 2, 2006 & an additional \$8,720 on Feb. 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. 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.