TANNER ROLAND S

Form 4

August 20, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

24,031.3193

30,231.3193

32,105.3193

\$ 44.5 19,421.3193

D

D

D

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

08/16/2012

08/16/2012

08/16/2012

08/16/2012

Shares

Shares

Shares

Shares

Common

Common

Common

TANNER ROLAND S			1	Symbol AMERICAN STATES WATER CO [AWR]					(Check all applicable)			
	(Last) (First) (Middle) 630 E FOOTHILL BLVD			3. Date of Earliest Transaction (Month/Day/Year) 08/16/2012					Director 10% Owner Other (specify below) VICE PRESIDENT			
(Street) SAN DIMAS, CA 91773				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
	SAN DIMA	13, CA 91773							Person	•		
	(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Secur	ities Acq	uired, Disposed of	or Beneficiall	y Owned	
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deeme Execution I any (Month/Day	Date, if	3. Transaction Code (Instr. 8)	4. Securiti on(A) or Dis (Instr. 3, 4	posed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Common Shares	08/16/2012			Code V M	Amount 1,923	(D)	Price \$ 38.62	(Instr. 3 and 4) 21,144.3193	D		
	Common	08/16/2012			М	2 887	Δ	\$	24 031 3103	D		

2,887

6,200

1,874

12,684

D

M

M

M

S

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D \$ 19,221.3193 D Common 08/16/2012 S 200 Shares

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)		erivative rities nired or osed of r. 3, 4,	6. Date Exercis Expiration Dat (Month/Day/Y	e	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 Options (Right to Buy)	\$ 38.62	08/16/2012		M		1,923	01/01/2008	01/01/2017	Common Shares	1,923
Employee Stock Options (Right to Buy)	\$ 34.11	08/16/2012		M		2,887	01/27/2009	01/27/2018	Common Shares	2,887
Employee Stock Options (Right to Buy)	\$ 34.57	08/16/2012		M		6,200	01/29/2010	01/29/2019	Common Shares	6,200
Employee Stock Options (Right to Buy)	\$ 33.36	08/16/2012		M		1,874	01/31/2011	01/31/2020	Common Shares	1,874

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TANNER ROLAND S 630 E FOOTHILL BLVD SAN DIMAS, CA 91773

VICE PRESIDENT

Signatures

/s/ Roland S. Tanner 08/20/2012

**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).

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.

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