

AMERICAN STATES WATER CO
 Form 4
 November 21, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 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 *
 ANDERSON JAMES L

2. Issuer Name and Ticker or Trading Symbol
 AMERICAN STATES WATER CO
 [AWR]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 4375 VIA SERENA
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/21/2014

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

BONSALL, CA 92003
 (City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Shares	11/14/2014		A		108.248 (1) \$ 34.24	A	42,229.9809 D
Common Shares	11/21/2014		S		2,584 \$ 34.69	D	44,813.9809 D
Common Shares	11/21/2014		S		100 \$ 34.73	D	44,913.9809 D
Common Shares	11/21/2014		S		2,408 \$ 34.7	D	47,321.9809 D
Common Shares	11/21/2014		S		100 \$ 34.71	D	47,421.9809 D

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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)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDERSON JAMES L 4375 VIA SERENA BONSALL, CA 92003		X		

Signatures

/s/ James L. Anderson 11/21/2014

__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) DER units credited on 11/14/2014 as dividend at FMV

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. /Call Discretion Managers Sole Shared None MASTERCARD INC Common 57636Q104 5,603 25,000 SH Sole 25,000 CLASS A MATTEL INC Common 577081102 5,849 230,000 SH Sole 230,000 MEDIACOM Common 58446K105 288 34,000 SH Sole 34,000 COMMUNICATIONS CORP MICROSOFT CORP Common 594918104 20,486 734,007 SH Sole 734,007 MIDWAY GOLD CORP Common 598153104 163 197,679 SH Sole 197,679 MINEFINDERS CORP Common 602900102 2,219 202,687 SH Sole 202,687 MOHAWK

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INDUSTRIES INC Common 608190104 46,997 828,000 SH Sole 828,000 MORGAN STANLEY Common 617446448 352 12,929 SH Sole 12,929 MOTOROLA INC Common 620076109 166 18,268 SH Sole 18,268 NATIONAL GRID PLC-SP Common 636274300 356 8,032 SH Sole 8,032 NATIONAL OILWELL Common 637071101 2,018 30,000 SH Sole 30,000 VARCO INC NATL PENN BCSHS INC Common 637138108 84 10,400 SH Sole 10,400 NEWELL RUBBERMAID INC Common 651229106 5,454 300,000 SH Sole 300,000 -----
TOTAL \$ 90,035 ----- Page 10 of 18 Pages Column Column Column Column Column Column Column
Column 1: 2: 3: 4: 5: 6: 7: 8: Title Shares or Voting Authority(Shares) of CUSIP Value Principal Investment Other
----- Name of Issuer Class Number (x\$1000) Amount SH/PRN Put/Call Discretion Managers Sole
Shared None NORTHROP GRUMMAN Common 666807102 297 4,591 SH Sole 4,591 CORP NYSE EURONEXT
Common 629491101 4,497 150,000 SH Sole 150,000 OCCIDENTAL Common 674599105 1,167 11,900 SH Sole
11,900 PETROLEUM CORP ORACLE CORP Common 68389X105 8,230 262,950 SH Sole 262,950 PEPSICO INC
Common 713448108 5,253 80,400 SH Sole 80,400 PFIZER INC Common 717081103 746 42,630 SH Sole 42,630
PITNEY BOWES INC Common 724479100 7,234 299,176 SH Sole 299,176 PMC-SIERRA INC Common
69344F106 3,436 400,000 SH Sole 400,000 PPL CORP Common 69351T106 1,825 69,351 SH Sole 69,351
PROGRESS ENERGY INC Common 743263105 295 6,790 SH Sole 6,790 PRUDENTIAL FINANCIAL Common
744320102 1,468 25,000 SH Sole 25,000 INC RANDGOLD RESOURCES Common 752344309 6,019 73,114 SH
Sole 73,114 LTD-ADR RAYTHEON CO Common 755111507 4,634 100,000 SH Sole 100,000 ----- TOTAL \$
45,101 ----- Page 11 of 18 Pages Column Column Column Column Column Column Column Column 1: 2: 3:
4: 5: 6: 7: 8: Title Shares or Voting Authority(Shares) of CUSIP Value Principal Investment Other
----- Name of Issuer Class Number (x\$1000) Amount SH/PRN Put/Call Discretion Managers Sole
Shared None REINSURANCE GROUP Common 759351604 430 8,000 SH Sole 8,000 OF AMERICA RITE AID
CORP Common 767754104 37 42,245 SH Sole 42,245 RPM INTL INC Common 749685103 4,407 199,400 SH Sole
199,400 RUBICON MINERALS CORP Common 780911103 1,522 267,850 SH Sole 267,850 SEALED AIR CORP
NEW Common 81211K100 4,327 170,000 SH Sole 170,000 SEALY CORP Common 812139301 34 11,732 SH Sole
11,732 SILICON IMAGE INC Common 82705T102 588 80,000 SH Sole 80,000 SONOCO PRODUCTS CO
Common 835495102 3,367 100,000 SH Sole 100,000 SPDR KBW BANK ETF Common 78464A797 5,830 225,000
SH Sole 225,000 SYMANTEC CORP Common 871503108 251 15,000 SH Sole 15,000 SYSCO CORP Common
871829107 5,880 200,000 SH Sole 200,000 THORATEC CORP Common 885175307 1,982 70,000 SH Sole 70,000
TRAVELERS COS INC Common 89417E109 724 13,000 SH Sole 13,000 ----- TOTAL \$ 29,379 -----
Page 12 of 18 Pages Column Column Column Column Column Column Column Column 1: 2: 3: 4: 5: 6: 7: 8: Title
Shares or Voting Authority(Shares) of CUSIP Value Principal Investment Other ----- Name of Issuer
Class Number (x\$1000) Amount SH/PRN Put/Call Discretion Managers Sole Shared None TYCO ELECTRONICS
LTD Common H8912P106 209 5,900 SH Sole 5,900 UBS AG Common H89231338 205 12,425 SH Sole 12,425
UNITED CONTINENTAL Common 910047109 357 15,000 SH Sole 15,000 HOLDINGS UNITED PARCEL
SERVICE Common 911312106 3,629 50,000 SH Sole 50,000 INC UNITED STATES STL Common 912909108
1,753 30,000 SH Sole 30,000 CORP NEW VISTA GOLD CORP Common 927926303 727 304,348 SH Sole 304,348
VULCAN MATERIALS Common 929160109 3,549 80,000 SH Sole 80,000 WASTE MANAGEMENT INC
Common 94106L109 7,927 215,000 SH Sole 215,000 WENDY'S ARBY'S Common 950587105 924 200,000 SH
Sole 200,000 GROUP INC WESTERN DIGITAL CORP Common 958102105 5,070 149,550 SH Sole 149,550
WESTPORT Common 960908309 3,241 175,000 SH Sole 175,000 INNOVATIONS INC WHIRLPOOL CORP
Common 963320106 7,551 85,000 SH Sole 85,000 WHITING PETE CORP Common 966387102 598 5,100 SH Sole
5,100 NEW ----- TOTAL \$ 35,740 ----- Page 13 of 18 Pages Column Column Column Column Column
Column Column Column 1: 2: 3: 4: 5: 6: 7: 8: Title Shares or Voting Authority(Shares) of CUSIP Value Principal
Investment Other ----- Name of Issuer Class Number (x\$1000) Amount SH/PRN Put/Call Discretion
Managers Sole Shared None WILLIAMS COS INC DEL Common 969457100 255 10,312 SH Sole 10,312 XEROX
CORP Common 984121103 10,495 911,000 SH Sole 911,000 ZHONE TECHNOLOGIES Common 98950P884
1,923 720,380 SH Sole 720,380 INC ZOLTEK COMPANIES INC Common 98975W104 926 80,000 SH Sole 80,000
----- TOTAL \$ 13,599 ----- Page 14 of 18 Pages Column Column Column Column Column Column
Column Column 1: 2: 3: 4: 5: 6: 7: 8: Title Shares or Voting Authority(Shares) of CUSIP Value Principal
Investment Other ----- Name of Issuer Class Number (x\$1000) Amount SH/PRN Put/Call Discretion
Managers Sole Shared None 3M CO Common 88579Y951 5,178 60,000 SH Put Sole 60,000 ALLSTATE CORP Common

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020002901 1,275 40,000 SH Call Sole 40,000 ALLSTATE CORP Common 020002951 6,376 200,000 SH Put Sole 200,000 AMERICAN Common 026874904 576 10,000 SH Call Sole 10,000 INTERNATIONAL GROUP AMERICAN Common 026874954 5,762 100,000 SH Put Sole 100,000 INTERNATIONAL GROUP AUTOMATIC DATA Common 053015953 9,256 200,000 SH Put Sole 200,000 PROCESSING BARRICK GOLD CORP Common 067901908 9,572 180,000 SH Call Sole 180,000 BARRICK GOLD CORP Common 067901958 22,336 420,000 SH Put Sole 420,000 BROCADE COMM SYS INC Common 111621906 1,058 200,000 SH Call Sole 200,000 CAMECO CORP Common 13321L958 8,884 220,000 SH Put Sole 220,000 CATERPILLAR INC DEL Common 149123951 9,366 100,000 SH Put Sole 100,000 CIENA CORP Common 171779909 211 10,000 SH Call Sole 10,000 CIENA CORP Common 171779959 2,105 100,000 SH Put Sole 100,000 ----- TOTAL \$ 81,955 -----
Page 15 of 18 Pages Column Column Column Column Column Column Column Column 1: 2: 3: 4: 5: 6: 7: 8: Title Shares or Voting Authority(Shares) of CUSIP Value Principal Investment Other ----- Name of Issuer Class Number (x\$1000) Amount SH/PRN Put/Call Discretion Managers Sole Shared None CISCO SYS INC Common 17275R952 6,069 300,000 SH Put Sole 300,000 CLIFFS NATURAL Common 18683K951 7,801 100,000 SH Put Sole 100,000 RESOURCES INC DISNEY WALT CO Common 254687906 3,751 100,000 SH Call Sole 100,000 DISNEY WALT CO Common 254687956 6,752 180,000 SH Put Sole 180,000 DU PONT E I DE Common 263534959 4,988 100,000 SH Put Sole 100,000 NEMOURS & CO E M C CORP MASS Common 268648952 4,580 200,000 SH Put Sole 200,000 GOLDCORP INC NEW Common 380956909 7,357 160,000 SH Call Sole 160,000 INTEL CORP Common 458140950 8,412 400,000 SH Put Sole 400,000 INTERNATIONAL Common 459200951 13,208 90,000 SH Put Sole 90,000 BUSINESS MACHS ITT CORP Common 450911952 2,084 40,000 SH Put Sole 40,000 ITT EDUCATIONAL Common 45068B959 1,911 30,000 SH Put Sole 30,000 SERVICES INC JOHNSON & JOHNSON Common 478160954 9,896 160,000 SH Put Sole 160,000 LOWES COS INC Common 548661957 2,006 80,000 SH Put Sole 80,000 ----- TOTAL \$ 78,815 -----
Page 16 of 18 Pages Column Column Column Column Column Column Column Column 1: 2: 3: 4: 5: 6: 7: 8: Title Shares or Voting Authority(Shares) of CUSIP Value Principal Investment Other ----- Name of Issuer Class Number (x\$1000) Amount SH/PRN Put/Call Discretion Managers Sole Shared None MARATHON OIL CORP Common 565849956 2,222 60,000 SH Put Sole 60,000 MARTIN MARIETTA Common 573284956 7,379 80,000 SH Put Sole 80,000 MATERIALS MCKESSON CORP Common 58155Q953 2,815 40,000 SH Put Sole 40,000 MICROSOFT CORP Common 594918904 2,791 100,000 SH Call Sole 100,000 MICROSOFT CORP Common 594918954 11,164 400,000 SH Put Sole 400,000 NEWMONT MINING CORP Common 651639956 6,143 100,000 SH Put Sole 100,000 ORACLE CORP Common 68389X955 3,130 100,000 SH Put Sole 100,000 PENNEY J. C. CO INC Common 708160956 3,231 100,000 SH Put Sole 100,000 SEAGATE TECHNOLOGY Common G7945J904 301 20,000 SH Call Sole 20,000 TARGET CORP Common 87612E956 2,405 40,000 SH Put Sole 40,000 THORATEC CORP Common 885175907 283 10,000 SH Call Sole 10,000 UNITED PARCEL SERVICE Common 911312956 5,806 80,000 SH Put Sole 80,000 INC UNITED STATES STL Common 912909958 1,753 30,000 SH Put Sole 30,000 CORP NEW ----- TOTAL \$ 49,423 -----
Page 17 of 18 Pages Column Column Column Column Column Column Column Column 1: 2: 3: 4: 5: 6: 7: 8: Title Shares or Voting Authority(Shares) of CUSIP Value Principal Investment Other ----- Name of Issuer Class Number (x\$1000) Amount SH/PRN Put/Call Discretion Managers Sole Shared None VARIAN MED SYS INC Common 92220P955 2,771 40,000 SH Put Sole 40,000 VULCAN MATERIALS Common 929160959 3,549 80,000 SH Put Sole 80,000 WHIRLPOOL CORP Common 963320956 3,553 40,000 SH Put Sole 40,000 ZOLTEK COMPANIES INC Common 98975W904 6,942 600,000 SH Call Sole 600,000 ----- TOTAL \$ 16,815 ----- AGGREGATE TOTAL \$ 15,218,707 ===== Page 18 of 18 Pages