

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On Sunday, January 14, 2018, American Water Works Company, Inc. (the “Company”) was notified by Paul J. Evanson, who was then a member of the Board of Directors of the Company (the “Board”), of his decision to resign from the Board for personal reasons, and not as a result of any disagreement with the Company regarding its policies, practices or operations, effective as of Wednesday, January 17, 2018. At the time of his resignation, Mr. Evanson was the Chair of the Executive Development and Compensation Committee and a member of the Finance and Risk Committee.

On Wednesday, January 17, 2018, the Board appointed its Chairman, George MacKenzie, to serve as a member and Chair of the Executive Development and Compensation Committee, and as a member of the Finance and Risk Committee.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN WATER WORKS COMPANY, INC.

Dated: January 19, 2018 By: /s/ MICHAEL A. SGRO

Michael A. Sgro

Executive Vice President, General Counsel and Secretary