

TANNER ROLAND S
Form 5
February 03, 2009

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
TANNER ROLAND S
(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2008

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)
VICE PRESIDENT

6. Individual or Joint/Group Reporting
(check applicable line)

SAN DIMAS, CA 91773
(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Amount or Price			
Common Stock	03/01/2008	Â	A	(1) 13.3859 A \$ 32.55	2,568.2402	D	Â
Common Stock	06/01/2008	Â	A	(2) 13.0091 A \$ 33.75	2,581.2493	D	Â
Common Stock	09/01/2008	Â	A	(3) 11.1949 A \$ 39.51	2,592.4442	D	Â
Common Stock	12/01/2008	Â	A	(4) 13.962 A \$ 31.88	2,606.4062	D	Â
	12/31/2008	Â	A	A \$ 0	10,610.9709	I	401(k)

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Common Stock 787.7857
(5)

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)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is Fi (I
						Date Exercisable (A)	Expiration Date (D)	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TANNER ROLAND S 630 E FOOTHILL BLVD SAN DIMAS, CA 91773	Â	Â	Â VICE PRESIDENT	Â

Signatures

/s/ Roland S. Tanner 02/03/2009
 **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 03/01/2008 as dividends at FMV
 - (2) DER units credited on 06/01/2008 as dividends at FMV
 - (3) DER units credited on 09/01/2008 as dividends at FMV
 - (4) DER units credited on 12/01/2008 as dividends at FMV
 - (5) Updated 401(k) employee contributions of company stock
- Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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