ROSS LLOYD E Form 4

FORM 4

May 23, 2007

OMB APPROVAL

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

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Check this box if no longer subject to Section 16. Form 4 or Expires: January 31, 2005

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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

See Instruction 30(h) of the Investment Company Act of 1940

1(b).

Form 5

obligations

may continue.

(Print or Type Responses)

1. Name and A	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) PO BOX 2	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/23/2007					_X_ Director Officer (give below)	title 10% Owner Other (specify below)		
				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 Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Se	curitie	es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Executio any	ned n Date, if Day/Year)	Code (Instr. 8)	4. Securities on(A) or Dispo (Instr. 3, 4 a	osed of ond 5) (A) or	(D)	5. Amount of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownersh Following or Indirect (Instr. 4) Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)			
Common	05/21/2007			Code V A	Amount 542.1523	(D)	Price \$ 0	11,807.5585	D		
Common	02/09/2007			A	84.3602 (1)	A	\$0	11,891.9187	D		
Common	05/07/2007			A	86.2192	A	\$ 0	11,978.1379	D		

(2)

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)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Keiationships						
	Director	10% Owner	Officer	Other			
ROSS LLOYD E							
DO DOV 2200	\mathbf{v}						

PO BOX 2380 BIG FORK, MT 59911

Signatures

/s/ Lloyd E. 05/23/2007 Ross

**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).

Deletionships

- (1) DER units credited on 2/9/2007 as dividend at FMV
- (2) DER units credit on 5/7/2007 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.

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