

ANDERSON JAMES L  
Form 5  
February 13, 2006

**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 \*  
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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2005

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

6823 CAMINO DEL REY

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

BONSALL, CA 92003

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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)	(A) or (D)	Price	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)
Common	08/11/2005	Â	A	7.7187	A	\$ 29.15	9,480.8276	D	Â
Common	08/11/2005	Â	A	29.699	A	\$ 29.15	9,510.5266	D	Â
Common	08/11/2005	Â	A	7.7187	A	\$ 29.15	9,518.2543	D	Â
Common	08/11/2005	Â	A	5.5454	A	\$ 29.15	9,523.7907	D	Â
Common	08/11/2005	Â	A	23.1561	A		9,546.9468	D	Â

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						\$			
						29.15			
Common	08/11/2005	Â	A	5.9147	A	\$	9,552.8615	D	Â
						29.15			
Common	11/18/2005	Â	A	7.1816	A	\$	9,560.0431	D	Â
						31.33			
Common	11/18/2005	Â	A	27.8458	A	\$	9,587.8889	D	Â
						31.33			
Common	11/18/2005	Â	A	7.1816	A	\$	9,595.0705	D	Â
						31.33			
Common	11/18/2005	Â	A	5.1994	A	\$	9,600.2699	D	Â
						31.33			
Common	11/18/2005	Â	A	21.5448	A	\$	9,621.8147	D	Â
						31.33			
Common	11/18/2005	Â	A	5.5456	A	\$	9,627.3603	D	Â
						31.33			
Common	12/31/2005	Â	P	99.5939	A	\$	9,726.9542	D	Â
				(1)		30.8			

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.**

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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
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address

**Relationships**

Director	10% Owner	Officer	Other
Â X	Â	Â	Â

ANDERSON JAMES L  
6823 CAMINO DEL REY  
BONSALL, CA 92003

## Signatures

/s/ James L.  
Anderson

02/06/2006

\*\*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) Updated Stock in Dividend Reinvestment Plan

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.