UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-K

CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 31, 2011

AMERICAN STATES WATER COMPANY

(Exact name of registrant as specified in its charter)

California
(State or other jurisdiction of incorporation or organization)

001-14431 (Commission File Number)

95-4676679 (I.R.S. Employer Identification No.)

630 East Foothill Blvd. San Dimas, California (Address of principal executive offices)

91773 (Zip Code)

Registrant's telephone number, including area code: (909) 394-3600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events

On June 1, 2011, American States Water Company (NYSE:AWR) announced that on May 31, 2011, it completed the sale of all the common shares of its wholly-owned subsidiary in Arizona, Chaparral City Water Company ("Chaparral"), to EPCOR Water (USA) Inc. for a purchase price of \$34.6 million, including the assumption of approximately \$5.6 million of long-term debt. Approximately \$29 million in cash was paid to AWR on May 31, 2011 and was used primarily to pay down short-term borrowings. The completion of the sale is expected to generate a pretax gain of approximately \$5.0 - \$5.5 million, net of transaction costs, which will be recorded by AWR during the second quarter of 2011. The purchase price is subject to certain adjustments for changes in retained earnings, and the amount of the pretax gain is subject to adjustment with respect to final tax elections made on the sale.

A copy of the Company's press release is attached hereto as Exhibit 99.1. This Form 8-K and the attached exhibit are furnished to, but not filed with, the Securities and Exchange Commission.

Section 9-Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits

The following exhibit is furnished hereunder:

Exhibit 99.1 Press Release dated June 1, 2011: American States Water Company Completes the Sale of its Arizona Utility

Date: June 6, 2011

| Sequence | Feed G. Tang |
| Eva G. Tang |
| Senior Vice President-Finance, Chief Financial Officer, Corporate Secretary and Treasurer |
| Sequence | Secretary |
| Sequence |

Press Release dated June 1, 2011: American States Water Company Completes the Sale of its Arizona Utility

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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.

99.1



American States Water Company Completes the Sale of Its Arizona Utility

San Dimas, California, June 1, 2011 . . . American States Water Company (NYSE:AWR) announced today that on May 31, 2011, it completed the sale of all the common shares of its wholly-owned subsidiary in Arizona, Chaparral City Water Company ("Chaparral"), to EPCOR Water (USA) Inc. ("EPCOR USA") for a purchase price of \$34.6 million, including the assumption of approximately \$5.6 million of long-term debt. Approximately \$29 million in cash was paid to AWR on May 31, 2011. The purchase price is subject to certain adjustments for changes in retained earnings and is subject to audit.

AWR entered into a stock purchase agreement with EPCOR USA for the sale of Chaparral on June 7, 2010. The Arizona Corporation ("ACC") approved the transaction in a meeting held on March 30, 2011 and issued a final decision on April 7, 2011.

Chaparral is a public utility company serving over 13,000 customers in the town of Fountain Hills, Arizona and a portion of the City of Scottsdale, Arizona. The majority of Chaparral's customers are residential and the ACC regulates Chaparral.

EPCOR USA is a wholly owned subsidiary of EPCOR Utilities, Inc. ("EPCOR"). EPCOR builds, owns and operates water and wastewater treatment facilities, and electric transmission and distribution networks.

American States Water Company is the parent of Golden State Water Company and American States Utility Services, Inc. Through its subsidiaries, AWR provides water service to approximately 1 out of 36 Californians located within 75 communities throughout 10 counties in Northern, Coastal and Southern California (approximately 256,000 customers). The Company also distributes electricity to over 23,000 customers in the Big Bear recreational area of California. Through its contracted services subsidiary, American States Utility Services, Inc., the Company contracts with the U.S. government and private entities to provide various services, including water marketing and operation and maintenance of water and wastewater systems.

American States Water Company has paid dividends to shareholders every year since 1931, increasing the dividends received by shareholders each calendar year since 1953. On April 26, 2011, the Board of Directors of AWR approved a \$0.02 per share increase in the quarterly cash dividend to \$0.28 per share on the Common Shares of AWR. This represents a 7.7% increase in the quarterly dividend.

CONTACT: Eva G. Tang

Senior Vice President-Finance, Chief Financial Officer,

Corporate Secretary and Treasurer Telephone: (909) 394-3600, ext. 707