

SJW CORP
Form 4
December 19, 2014

FORM 4 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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MOSS GEORGE E

(Last) (First) (Middle)
110 W TAYLOR STREET
(Street)
SAN JOSE, CA 95110
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SJW CORP [SJW]

3. Date of Earliest Transaction
(Month/Day/Year)
12/17/2014

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)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock | 12/17/2014 | | P | | 1,170 A \$ 32 | | 1,041,249 ⁽¹⁾ D |
| Common Stock | 12/18/2014 | | P | | 1,000 A \$ 32.44 | | 1,042,249 ⁽²⁾ D |
| Common Stock | 12/18/2014 | | P | | 1,000 A \$ 32.18 | | 1,043,249 ⁽³⁾ D |
| Common Stock | 12/19/2014 | | P | | 2,000 A \$ 32.11 | | 1,045,249 ⁽⁴⁾ D |
| Common Stock | 12/19/2014 | | P | | 2,000 A \$ 32.22 | | 1,047,249 ⁽⁵⁾ D |
| | 12/19/2014 | | P | | 2,000 A | | 1,049,249 ⁽⁶⁾ D |

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| | | | | | | | | | |
|--------------|------------|--|---|-------|---|----------|--------------------------|---|-----------------------------|
| Common Stock | | | | | | \$ 32.13 | | | |
| Common Stock | 12/19/2014 | | P | 2,000 | A | \$ 31.97 | 1,051,249 ⁽⁷⁾ | D | |
| Common Stock | 12/19/2014 | | P | 2,280 | A | \$ 31.98 | 1,053,529 ⁽⁸⁾ | D | |
| Common Stock | 12/19/2014 | | P | 2,000 | A | \$ 32.16 | 1,055,529 ⁽⁹⁾ | D | |
| Common Stock | | | | | | | 811,059 ⁽¹⁰⁾ | I | By John Kimberly Moss Trust |
| Common Stock | | | | | | | 6,644 | I | By spouse's revocable trust |
| Common Stock | | | | | | | 830 | I | By spouse's IRA |
| Common Stock | | | | | | | 1,103 | I | By spouse's Roth IRA |

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)

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. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MOSS GEORGE E 110 W TAYLOR STREET SAN JOSE, CA 95110 | X | X | | |

Signatures

/s/ Willie D. Brown Attorney-in-Fact for George E.
Moss

12/19/2014

__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) Represents 1,039,963 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (2) Represents 1,040,963 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (3) Represents 1,041,963 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (4) Represents 1,043,963 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (5) Represents 1,045,963 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (6) Represents 1,047,963 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (7) Represents 1,049,963 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (8) Represents 1,052,243 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (9) Represents 1,054,243 shares of common stock held by the George Edward Moss Trust, a living trust of which the reporting person is the sole trustee and the sole beneficiary and 1,286 shares of the Issuer's common stock underlying the restricted stock units.
 - (10) These shares represent 811,059 shares of common stock held by the John Kimberly Moss Trust, for which the reporting person is the trustee. The reporting person disclaims beneficial ownership in such shares except to the extent of his pecuniary interest therein.

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.