

AMERICAN STATES WATER CO  
Form 8-K  
November 02, 2016  
**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) November 2, 2016**

**AMERICAN STATES WATER COMPANY**

**(Exact name of registrant as specified in its charter)**

<b>California</b> (State or other jurisdiction of incorporation or organization)	<b>001-14431</b> (Commission File Number)	<b>95-4676679</b> (I.R.S. Employer Identification No.)
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**630 East Foothill Blvd.**

<b>San Dimas, California</b> (Address of principal executive offices)	<b>91773</b> (Zip Code)
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**Registrant's telephone number, including area code: (909) 394-3600**

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**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)**
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**
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## Section 2-Financial Information

### Item 2.02. Results of Operations and Financial Condition

On November 2, 2016, American States Water Company released earnings for the third quarter ended September 30, 2016. 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 November 2, 2016

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## SIGNATURES

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.

**AMERICAN STATES WATER COMPANY**

November 2, 2016 /s/ Eva G. Tang

Eva G. Tang

Senior Vice President-Finance, Chief Financial  
Officer, Corporate Secretary and Treasurer

## EXHIBIT INDEX

### Exhibit No. Description

99.1 Press Release dated November 2, 2016

ht:0in;">

Number of  
Shares

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Beneficially  
Owned by  
Each  
Reporting  
Person With

5.

Sole Voting Power  
1,640,064

6.

Shared Voting Power  
None

7.

Sole Dispositive Power  
6,774,155

8.

Shared Dispositive Power  
None

9.

Aggregate Amount Beneficially Owned by Each Reporting Person  
6,774,155

10.

Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11.

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Percent of Class Represented by Amount in Row (9)  
5.60%

12.

Type of Reporting Person  
IA

**Item 1.**

Item 1(a) Name of Issuer:  
Brookdale Senior Living Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:  
111 Westwood Place, Suite 400  
Brentwood, TX 37027

**Item 2.**

2(a) Name of Person Filing:  
Brookfield Investment Management Inc.

AMP Capital Brookfield (US) LLC

(together, the Reporting Person )

2(b) Address or Principal Business Office or, if none, Residence:  
Brookfield Investment Management Inc.

Three World Financial Center

200 Vesey Street

New York, NY 10281

AMP Capital Brookfield (US) LLC

71 S. Wacker Drive, Suite 3400

Chicago, IL 60606

2(c) Citizenship:  
Brookfield Investment Management Inc. Delaware

AMP Capital Brookfield (US) LLC Delaware

2(d) Title of Class of Securities:  
Common stock

2(e) CUSIP No.:  
112463104

**Item 3.**

**If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:**

- a.  Broker or dealer registered under section 15 of the Act;
- b.  Bank as defined in section 3(a)(6) of the Act;
- c.  Insurance company as defined in section 3(a)(19) of the Act;
- d.  Investment company registered under section 8 of the Investment Company Act of 1940;
- e.  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- f.  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- g.  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- h.  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- i.  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- j.  A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);
- k.

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Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with

Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- a. Amount beneficially owned:  
  
See the response(s) to Item 9 on the attached cover page(s).
- b. Percent of class:  
  
See the response(s) to Item 11 on the attached cover page(s).
- c. Number of shares as to which such person has:
  - i. Sole power to vote or to direct the vote:  
  
See the response(s) to Item 5 on the attached cover page(s).
  - ii. Shared power to vote or to direct the vote:  
  
See the response(s) to Item 6 on the attached cover page(s).
  - iii. Sole power to dispose or to direct the disposition of:  
  
See the response(s) to Item 7 on the attached cover page(s).
  - iv. Shared power to dispose or to direct the disposition of:  
  
See the response(s) to Item 8 on the attached cover page(s).

**Item 5. Ownership of 5 Percent or Less of a Class.**

Not applicable

**Item 6. Ownership of More than 5 Percent on Behalf of Another Person**

Clients of the Reporting Person have or may have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, securities held in their accounts. No such client is known to have such right or power to more than 5% of the class of securities to which this report relates.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.**

Not applicable

**Item 8. Identification and Classification of Members of the Group**

Not applicable

**Item 9. Notice of Dissolution of Group**

Not applicable

**Item 10.**

**Certifications**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

*Signature.*

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2012

Brookfield Investment Management Inc.

By: /s/ Seth Gelman  
Name: Seth Gelman  
Title: Chief Compliance Officer

AMP Capital Brookfield (US) LLC

By: /s/ Joseph Sommer  
Name: Joseph Sommer  
Title: Chief Compliance Officer



Exhibit 1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Common Stock, par value \$0.01 per share, of Brookdale Senior Living Inc., and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Statement on Schedule 13G and any amendments thereto, and for the accuracy and completeness of the information concerning such party contained therein; provided, however, that no party is responsible for the accuracy or completeness of the information concerning any other party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of February 14, 2012.

Brookfield Investment Management Inc.

By: /s/ Seth Gelman  
Name: Seth Gelman  
Title: Chief Compliance Officer

AMP Capital Brookfield (US) LLC

By: /s/ Joseph Sommer  
Name: Joseph Sommer  
Title: Chief Compliance Officer

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