SEC Form 4

FORM 4

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 Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person [*] <u>McGhee Lynne P</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol CALIFORNIA WATER SERVICE GROUP | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify | | | | |
|---|---|-----|---|--|--|--|----------|---|--------------------|------------------|---------------|---|--|---|---|------------|--|
| (Last) (First) (Middle) CALIFORNIA WATER SERVICE COMPANY | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/28/2018 | | | | | | | | X Officer (give title Other (specify below) below) VP, General Counsel | | | | |
| 1720 N. FIRST STREET | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Indiv X | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | |
| (Street) | | | | | | | | | | | | | Form file | d by More | than One Reportir | ng Person | |
| SAN JOSE CA 95112 | | | | | | | | | | | | | | | | | |
| (City) | (State) | (Zi | p) | | | | | | | | | | | | | | |
| | | Та | ble I - Non | n-Deri | ivative S | ecurities Acq | uired, l | Disp | osed of, | , or E | Benefi | cially Ow | ned | | | | |
| Date | | | | nsaction n/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 a | | | | 5. Amount Securities Beneficiall Following | ly Owned Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | Code | v | Amount | | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) | |
| Common Stock 02/2 | | | | | 28/2018 | | F | | 437(1 | I) | D | \$37.95 | 20,497 | | D | | |
| Common Stock 03/0 | | | | |)1/2018 | | F | | 154 ⁽²⁾ | | D | \$37.95 | 20,343 | | D | | |
| | | | | | | urities Acquir ls, warrants, c | | | | | | | ed | | | | |
| 1. Title of Derivative Security (Instr. 3) | titve Conversion Date Execution Date, T ity (Instr. 3) or Exercise (Month/Day/Year) if any C | | 4. Fransaction Code (Instr. 3) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | Expiration Date Securit (Month/Day/Year) Derivat | | | tle and Au urities Un vative Se r. 3 and 4 | derlying curity | lying Derivative | | r of 10. Ownership Form: Ily Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |

Explanation of Responses:

1. Represents the number of shares withheld by and surrendered to the Issuer to satisfy the tax withholding obligations that arose in connection with the vesting of the Restricted Stock Award (RSA) Award #398.

(D)

Date

Exercisable

Expiration Date

Title

2. Represents the number of shares withheld by and surrendered to the Issuer to satisfy the tax withholding obligations that arose in connection with the vesting of the Restricted Stock Award (RSA) Award #361.

Remarks:

/s/ Michelle Mortensen on behalf of Lynne P. McGhee

Amount

or Number

of Shares

** Signature of Reporting Person

03/02/2018

Date

(Instr. 4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

v

Code

(A)