FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
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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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Transaction Code (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Transaction Code (Instr. 3) (Month/Day/Year)	7 Nature of		
Date (Month/Day/Year) (	7 Nature of		
Code V Allouit (D) Frice	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock 03/01/2011 P 2,228 A \$34.87 16,197 D			
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) Price of Derivative Security Security  2. (Month/Day/Year) Security  2. (Month/Day/Year) Security  3. Transaction Date Execution Date (Month/Day/Year) (Month/Day/Year)  4. Transaction Date Expiration Date (Month/Day/Year) (Month/Day/Year)  4. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  4. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  4. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3 and 4)  Amount or Securities Underlying Derivative Security (Instr. 5) (Instr. 4)  9. Number of Derivative Security (Instr. 5) (Instr. 4)  9. Number of Securities (Month/Day/Year) (Instr. 4)  10. Ownersham (Instr. 4)  10. Ownersham (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		

**Explanation of Responses:** 

## Remarks:

Restricted Stock Award granted 3/1/2011 pursuant to the California Water Service Group Equity Incentive Plan in a transaction exempt under Rule 16-b-3. The RSA vests with one year cliff vesting term, vesting 25% one-year from grant date, with the remaining 75% vesting monthly over the succeeding 36 months.

<u>Lynne McGhee</u> <u>03/02/2011</u>

Date

\*\* Signature of Reporting Person

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

- $^{\star}$  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).

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

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