

SJW CORP
Form 4
May 04, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

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

(Last) (First) (Middle)

374 W. SANTA CLARA STREET

(Street)

SAN JOSE, CA 95113

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/03/2006

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/03/2006		S	33,400 D	\$ 25.5 1,141,426 ⁽¹⁾	I	By George Edward Moss Trust
Common Stock	05/03/2006		S	800 D	\$ 25.51 1,140,626 ⁽¹⁾	I	By George Edward Moss Trust
Common Stock	05/03/2006		S	100 D	\$ 25.61 1,140,526 ⁽¹⁾	I	By George Edward Moss Trust
Common Stock	05/04/2006		S	5,700 D	\$ 25.5 1,134,826 ⁽¹⁾	I	By George Edward Moss Trust

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Common Stock	25,486 <u>(1)</u> <u>(2)</u>	D	
Common Stock	1,127,870 <u>(3)</u>	I	By Nancy O. Moss Trust
Common Stock	794,834 <u>(1)</u> <u>(4)</u>	I	By John Kimberly Moss Trust

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

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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 Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOSS GEORGE E 374 W. SANTA CLARA STREET SAN JOSE, CA 95113	X	X		
MOSS NANCY OWEN 374 W. SANTA CLARA STREET SAN JOSE, CA 95113		X		

Signatures

/s/Suzy Papazian, Attorney-in-Fact for George E.
Moss

05/04/2006

__Signature of Reporting Person

Date

/s/Suzy Papazian, Attorney-in-Fact for Nancy O.
Moss

05/04/2006

__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) Nancy O. Moss disclaims beneficial ownership of such shares.

Includes 25,486 shares of deferred stock which may be subject in whole or in part to a vesting schedule tied to Mr. Moss' continued

(2) service as a member of the issuer's board of directors which will be distributed as actual shares of the issuer's common stock following Mr. Moss' cessation of such board service.

(3) George E. Moss disclaims beneficial ownership of such shares.

(4) These shares represent 794,834 shares of common stock held by the John Kimberly Moss Trust for which George E. Moss is trustee.
George E. Moss disclaims beneficial ownership of such shares.

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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