YOO R SCOTT Form 4 February 20, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL

Number: 3235-0287

January 31,

Expires: 2005
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Check this box if no longer subject to Section 16. Form 4 or

Section 16.

Form 4 or

Form 5

obligations
may continue.

SECURITIES

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

See Instruction 1(b).

Common

Stock

01/31/2009

(Print or Type Responses)

1. Name and Address of Reporting Person * YOO R SCOTT			Symbol		Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			ORP [SJW	_					
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction				
			(Month/D	ay/Year)		Director		Owner	
110 W. TAYLOR STREET			01/31/20	009		X Officer (give title Other (specify below) Chief Operating Officer			
(Street)			4 If Ame	ndment, Da	te Original	6. Individual or Joint/Group Filing(Check			
					Č				
		riied(Mon	nth/Day/Year	")	Applicable Line) _X_ Form filed by One Reporting Person				
CANIOCE	CA 05110						More than One Re		
SAN JUSE	, CA 95110					Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	Perivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Da	te 2A. Deei	med	3.	4. Securities Acquired	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year) Executio	n Date, if	Transactio	on(A) or Disposed of (D)	Securities	Ownership	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Beneficially	Form: Direct	Beneficial	
		(Month/I	Day/Year)	(Instr. 8)		Owned	(D) or	Ownership	
						Following	Indirect (I)	(Instr. 4)	
					(4)	Reported	(Instr. 4)		
					(A)	Transaction(s)			

Code V Amount

V 354 (1) A

(D)

Price

22.86

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)

Transaction(s) (Instr. 3 and 4)

D

 $9,964 \frac{(2)}{}$

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

YOO R SCOTT 110 W. TAYLOR STREET SAN JOSE, CA 95110

Chief Operating Officer

Signatures

/s/ Suzy Papazian Attorney-in-Fact for R. Scott Yoo

02/20/2009

**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) Shares acquired in a transaction exempt from Section 16(b) of the Securities Exchange Act under the SJW Corp. Employee Stock Purchase Plan.
- (2) Includes 4,152 shares of Common Stock and 5,812 shares of underlying restricted stock units.

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.

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