## Edgar Filing: BELHUMEUR GEORGE - Form 4

BELHUMEU	JR GEORGE											
Form 4												
December 30	), 2009											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB AF	PPROVAL		
<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549								OMB Number:	3235-0287			
Check thi if no long	or							Expires:	January 31,			
subject to		EMENT OF	CHAN	GES IN BENEFICIAL OWNE				NERSHIP OF	Estimated a	2005 average		
	Section 16.				SECURITIES				burden hours per			
Form 4 or Form 5		~			~ .				response	0.5		
obligatior	• · · · ·						-	e Act of 1934,				
may conti				•	•	· ·		1935 or Section	1			
<i>See</i> Instru 1(b).	iction	30(n) (	of the In	vestment	Compan	y Ac	t of 194	0				
(Print or Type R	Responses)											
1. Name and Address of Reporting Person *       2. Issuer         BELHUMEUR GEORGE       Symbol         SJW CO								5. Relationship of Reporting Person(s) to Issuer				
				(Che					ck all applicable)			
(Last)	(First)			f Earliest Tr	ansaction			<b>D</b>	100	0		
				th/Day/Year) 9/2009				Director 10% Owner X Officer (give title Other (specify				
110	LONGINEE	L	1212912	009				below)	below) P of Operations			
				ndment, Date Original			6. Individual or Joint/Group Filing(Check Applicable Line)					
				onth/Day/Year)								
SAN JOSE,	CA 95110							_X_ Form filed by C Form filed by M Person				
(City)	(State)	(Zip)										
(City)	(blute)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction D						5. Amount of	6. Ownership				
Security (Instr. 3)	(Month/Day/Yea	r) Execution any	Date, if	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Securities Beneficially		Indirect Beneficial		
(11541-0)			/Day/Year) (Instr. 8)				.,	Owned		Ownership		
								Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported Transaction(s)				
					A	or	D.:	(Instr. 3 and 4)				
Common				Code V		(D)	Price \$					
Stock	12/29/2009			F	46 <u>(1)</u>	D	ه 22.74	10,768 <u>(2)</u>	D			

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.

 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. Transact Code (Instr. 8)	5. iorNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Unde Secur	le and ant of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	. ,	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
reporting officer (unit) (rear cos	Director	10% Owner	Officer	Other				
BELHUMEUR GEORGE 110 W. TAYLOR STREET SAN JOSE, CA 95110			Sr. VP of Operations					
Signatures								
/s/ Suzy Papazian Attorney-in-l Belhumeur	12/30/2009							
**Signature of Reportin	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).

Represents 46 shares of Common Stock of the issuer withheld by the issuer in satisfaction of the applicable withholding taxes on certain shares of Common Stock that became issuable on December 29, 2009 pursuant to the terms of the December 29, 2006 Restricted Stock

(1) Unit Issuance Agreement between the reporting person and the issuer (the "Agreement"). The issuable shares were previously reported as Table I securities at the time the restricted stock units were granted, and accordingly the issuance of those shares is not a reportable transaction on this Form 4.

Includes 83 shares of Common Stock of the issuer issued to the reporting person on December 29, 2009 under the Agreement, 2,237 (2) shares of Common Stock of the issuer, and 5,508 shares of Common Stock of the issuer held under an IRA account. Also includes 2,940

shares 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.