SJW CORP Form 4 January 02, 2008

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

5. Relationship of Reporting Person(s) to

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

2. Issuer Name and Ticker or Trading

(Print or Type Responses)

1. Name and Address of Reporting Person \*

1(b).

See Instruction

DINAPOLI J PHILIP			Symbol SJW CORP [SJW]				Issuer (Cl. 1, 11, 12, 11)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)				(Check all applicable) _X_ Director 10% Owner			
374 W. SANTA CLARA STREET (Street)			01/02/2008				Officer (give title below) Other (specify below)			
			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
SAN JOSE,	CA 95113		Filed(Mon	th/Day/Year)				Applicable Line) _X_ Form filed by Form filed by Person	One Reporting P More than One R	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative :	Secur	ities Aco	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	emed on Date, if /Day/Year)	3. Transaction Code (Instr. 8)	4. Securi on(A) or Di (D) (Instr. 3,	spose	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	01/02/2008			A	479 (1)	A	\$ 34.3	30,730 (2)	D	
Common Stock								600	I	By reporting person's and wife's revocable trust

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date	Expiration	O:			
						Exercisable	Date	Title Number			
				~	<i>(</i> 1) (5)		0				
				Code V	(A) (D)			S	hares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DINAPOLI J PHILIP							
374 W. SANTA CLARA STREET	X						
SAN JOSE, CA 95113							

### **Signatures**

/s/Suzy Papazian Attorney-in-Fact for Philip 01/02/2008 DiNapoli

\*\*Signature of Reporting Person

## **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).

pursuant to dividend equivalent rights. Those rights resulted initially in the addition of cash sums to the account equal to the dividends which would have been paid during the 2007 calendar year on the deferred stock credited to such account had that stock actually been issued and outstanding on each dividend payment date, and the accumulated sums were then converted into additional shares of deferred stock on January 2, 2008 based on the average of the closing selling prices of the issuer's common stock on each of the dates during the 2007 calendar year on which actual dividends on the common stock were paid. The resulting shares of deferred stock will be distributed as actual shares of the issuer's common stock following the reporting person's cessation of service as a member of the issuer's board of directors.

The securities represent deferred shares of the issuer's common stock credited to the reporting person's deferred compensation account

Date

Includes 3,000 shares of common stock under a Keogh Plan and 27,730 shares of deferred stock which will be distributed as actual shares of the issuer's common stock following the reporting person's cessation of such board service.

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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