

Jensen Palle
Form 4
August 14, 2017

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
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Jensen Palle

(Last) (First) (Middle)

110 W TAYLOR STREET

(Street)

SAN JOSE, CA 95110

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

SJW GROUP [SJW]

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

08/10/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
X Officer (give title _____ Other (specify
below) below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	08/10/2017		S		200	D \$ 55.02	13,460 ⁽¹⁾	D	
Common Stock	08/10/2017		S		700	D \$ 55.03	12,760 ⁽²⁾	D	
Common Stock	08/10/2017		S		200	D \$ 55.05	12,560 ⁽³⁾	D	
Common Stock	08/10/2017		S		98	D \$ 55.07	12,462 ⁽⁴⁾	D	
Common Stock	08/10/2017		S		100	D \$ 55.08	12,362 ⁽⁵⁾	D	

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Common Stock	08/10/2017	S	400	D	\$ 55.09	11,962 ⁽⁶⁾	D
Common Stock	08/10/2017	S	100	D	\$ 55.1	11,862 ⁽⁷⁾	D
Common Stock	08/10/2017	S	100	D	\$ 55.11	11,762 ⁽⁸⁾	D
Common Stock	08/10/2017	S	100	D	\$ 55.19	11,662 ⁽⁹⁾	D
Common Stock	08/10/2017	S	102	D	\$ 55.21	11,560 ⁽¹⁰⁾	D
Common Stock	08/10/2017	S	100	D	\$ 55.22	11,460 ⁽¹¹⁾	D
Common Stock	08/10/2017	S	100	D	\$ 55.25	11,360 ⁽¹²⁾	D
Common Stock	08/10/2017	S	100	D	\$ 55.26	11,260 ⁽¹³⁾	D
Common Stock	08/10/2017	S	300	D	\$ 55.29	10,960 ⁽¹⁴⁾	D
Common Stock	08/10/2017	S	100	D	\$ 55.35	10,860 ⁽¹⁵⁾	D
Common Stock	08/10/2017	S	200	D	\$ 55.41	10,660 ⁽¹⁶⁾	D

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
Jensenalle 110 W TAYLOR STREET SAN JOSE, CA 95110			Executive Vice President	

Signatures

/s/ Suzy Papazian Attorney-in-Fact for Jensenalle

08/14/2017

____ 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) Represents 9,557 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (2) Represents 8,857 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (3) Represents 8,657 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (4) Represents 8,559 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (5) Represents 8,459 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (6) Represents 8,059 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (7) Represents 7,959 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (8) Represents 7,859 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (9) Represents 7,759 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (10) Represents 7,657 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (11) Represents 7,557 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (12) Represents 7,457 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (13) Represents 7,357 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (14) Represents 7,057 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (15) Represents 6,957 shares of the issuer's common stock and 3,903 shares of the issuer's common stock underlying restricted stock units.
- (16) Represents 6,757 shares of the issuer's common stock and 3,903 shares of the issuer's common stock 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.

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