

SJW CORP  
Form 4  
January 03, 2006

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DINAPOLI J PHILIP

(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)  
01/03/2006

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/03/2006		A		278 <sup>(1)</sup>	A	\$ 45.65
Common Stock	01/03/2006		A		593 <sup>(3)</sup>	A	\$ 45.5
Common Stock					300	I	

By reporting person's and his wife's revocable trust



## Edgar Filing: SJW CORP - Form 4

Includes 1,500 shares of Common Stock held under a Keogh Plan and 12,150 shares of deferred stock which may be subject in whole or in part to a vesting schedule tied to the reporting person's continued 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 the reporting person's cessation of such board service.

- (3) The securities are attributable to the reporting person's election to receive part of his non-employee director fees in the form of deferred shares of the issuer's common stock. The deferred stock will vest incrementally over the reporting person's period of board service during the 2006 calendar year, and the deferred stock which so vests will be distributed as actual shares of the issuer's common stock following the reporting person's cessation of board service.

- (4) Includes 1,500 shares of Common Stock held under a Keogh Plan and 12,743 shares of deferred stock which may be subject in whole or in part to a vesting schedule tied to the reporting person's continued 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 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.