

SJW CORP
Form 4
May 28, 2008

FORM 4

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

OMB APPROVAL

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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 *
MOSS GEORGE E

(Last) (First) (Middle)
110 W TAYLOR STREET
(Street)
SAN JOSE, CA 95110
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SJW CORP [SJW]

3. Date of Earliest Transaction
(Month/Day/Year)
05/12/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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	05/12/2008		G	V 4,026 D \$ 0	1,098,200 ⁽¹⁾	I	By George Edward Moss Trust
Common Stock	05/13/2008		G	V 13,200 D \$ 0	1,085,000 ⁽¹⁾	I	By George Edward Moss Trust
Common Stock	05/14/2008		G	V 13,222 D \$ 0	13,221 ^{(1) (2)}	D	
Common Stock	05/14/2008		G	V 13,222 A \$ 0	1,141,092 ^{(2) (3)}	I	By Nancy O. Moss Trust

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) Nancy O. Moss disclaims beneficial ownership of such shares.

(2) 26,443 shares of deferred stock were distributed on May 12, 2008 as actual shares of the issuer's common stock following Mr. Moss' cessation of board service. Mr. Moss gifted 13,222 of such shares of Common Stock on May 15, 2008 to the Nancy O. Moss Trust.

(3) George E. Moss disclaims beneficial ownership of such shares.

(4) These shares represent 794,834 shares of Common Stock held by the John Kimberly Moss Trust, for which George E. Moss is the trustee.

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.