

American Water Works Company, Inc.

Form 3

March 03, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Kennedy Melanie M

(Last) (First) (Middle)

1025 LAUREL OAK ROAD

(Street)

VOORHEES, NJ 08043

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/01/2017

3. Issuer Name and Ticker or Trading Symbol

American Water Works Company, Inc. [AWK]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

SVP, Human Resources

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

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

3,251 ⁽¹⁾

D

A

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Expiration
Exercisable Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (2)	12/31/2018	Common Stock	1,114	\$ 34.12	D	Â
Employee Stock Option (right to buy)	Â (3)	12/31/2019	Common Stock	1,776	\$ 39.45	D	Â
Employee Stock Option (right to buy)	Â (4)	12/31/2020	Common Stock	2,053	\$ 44.06	D	Â
Employee Stock Option (right to buy)	Â (5)	12/31/2021	Common Stock	1,990	\$ 52.75	D	Â
Employee Stock Option (right to buy)	Â (6)	12/31/2022	Common Stock	1,969	\$ 65.15	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kennedy Melanie M 1025 LAUREL OAK ROAD VOORHEES, NJ 08043	Â	Â	Â SVP, Human Resources	Â

Signatures

/s/ Jeffrey M. Taylor, as attorney-in-fact for Melanie M.
Kennedy

03/03/2017

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

890 of the shares indicated are restricted stock units issued under the American Water Works Company, Inc. ("American Water") 2007

(1) Omnibus Equity Compensation Plan (the "Plan"), which settle solely in shares of American Water common stock on a one share per unit basis. The restricted stock units vest on the first, second and third anniversaries of the date of grant.

(2) This option was issued under the Plan and vested in three equal installments on January 1, 2013, 2014 and 2015.

(3) This option was issued under the Plan and vested in three equal installments on January 1, 2014, 2015 and 2016.

(4) This option was issued under the Plan and vested in three equal installments on January 1, 2015, 2016 and 2017.

(5) This option was issued under the Plan and vests in three equal installments on January 1, 2016, 2017 and 2018.

(6) This option was issued under the Plan and vests in three equal installments on January 1, 2017, 2018 and 2019.

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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