

Van Valer Robert A
 Form 4
 January 04, 2007

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 *
 Van Valer Robert A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 4360 WORTH STREET
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/02/2007

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

LOS ANGELES, CA 90063

4. 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

(City) (State) (Zip)

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	01/02/2007		A		1,239 (1) \$ 38.76	11,239 (2)	D
Common Stock	01/02/2007		A		826 (3) \$ 38.76	12,065 (4)	D

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

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

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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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				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
Van Valer Robert A 4360 WORTH STREET LOS ANGELES, CA 90063	X			

Signatures

/s/ Suzy Papazian Attorney-in-Fact for Robert A. Van Valer 01/04/2007

__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) 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 2007 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. This award also includes certain dividend equivalent rights.
- (2) Includes 10,000 shares of common stock and 1,239 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) Represents a grant of deferred restricted stock covering 826 shares of common stock under the issuer's Long-Term Incentive Plan. The shares are fully vested and will be distributed as actual shares of the issuer's common stock following the reporting person's cessation of board service. This grant also includes certain dividend equivalent rights.
- (4) Includes 10,000 shares of common stock and 2,065 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.