

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
BENOIT DAVID C		CONNECTICUT WATER SERVICE INC / CT [CTWS]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President & CEO	
(Last) (First) (Middle) CONNECTICUT WATER COMPANY, 93 WEST MAIN STREET		3. Date of Earliest Transaction (MM/DD/YYYY) 10/9/2019			
(Street) CLINTON, CT 06413		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	10/9/2019		D		11436	(U)	D	\$70.00	0	D

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Share Units	(2)	10/9/2019		D		34329		(2)	(2)	Common Stock	34329 (2)	\$0.00	0	D	
Restricted Stock Units	(3)	10/9/2019		D		3309		(3)	(3)	Common Stock	3309 (3)	\$0.00	0	D	

Explanation of Responses:

- See explanation in remarks below
- All outstanding Company Performance Share Units ("PSUs") granted prior to March 14, 2018 (which are no longer subject to performance-based vesting) were assumed by SJW and converted into a time-based vesting SJW restricted share unit award based on the Equity Award Ratio (as defined in the Merger Agreement) covering a number of shares of common stock of SJW based on the number of shares of Company common stock that was subject to each applicable PSU award immediately prior to the closing of the Merger. All outstanding PSUs granted on or after March 14, 2018 were assumed by SJW and converted into a time-based vesting award covering a number of shares of common stock of SJW based on the target number of PSUs (determined in a manner consistent with the Company's past practice) that was subject to each applicable PSU award immediately prior to the closing of the Merger multiplied by the Equity Award Ratio (as defined in the Merger Agreement).
- SJW assumed all outstanding Company Restricted Share Units that were subject to service-based vesting ("RSUs") and such RSUs were converted into SJW restricted share units based on the Equity Award Ratio (as defined in the Merger Agreement).

Remarks:

(1) On October 9, 2019, pursuant to the Second Amended and Restated Agreement and Plan of Merger (the "Merger Agreement"), dated as of August 5, 2018, by and among Connecticut Water Service, Inc., a Connecticut corporation (the "Company"), SJW Group, a Delaware corporation ("SJW"), and Hydro Sub, Inc., a Connecticut corporation and a wholly owned subsidiary of SJW ("Merger Sub"), SJW completed the previously announced acquisition of the Company through the merger of Merger Sub with and into the Company (the "Merger"), with the Company surviving the Merger as a wholly owned subsidiary of SJW. The Merger became effective upon the filing of the certificate of merger with the Secretary of the State of the State of Connecticut on October 9, 2019 (the "Effective Time").

Pursuant to the Merger Agreement, at the Effective Time, each issued and outstanding share of common stock, without par value, of

the Company (the "Common Stock"), except for certain excluded shares, was canceled and converted into the right to receive an amount in cash equal to \$70.00 per share of Common Stock, payable without interest.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENOIT DAVID C CONNECTICUT WATER COMPANY 93 WEST MAIN STREET CLINTON, CT 06413			President & CEO	

Signatures

/s/ Kristen A. Johnson, POA for David C. Benoit

10/11/2019

^{**}Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.