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

Form 8-K

**Current Report
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): June 1, 2026

American Water Works Company, Inc.

(Exact name of registrant as specified in its charter)

Commission File Number: 001-34028

Delaware
(State or other jurisdiction
of incorporation)

51-0063696
(IRS Employer
Identification No.)

1 Water Street
Camden, NJ 08102-1658
(Address of principal executive offices, including zip code)
(856) 955-4001
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of Each Class</u>	<u>Trading Symbol</u>	<u>Name of Each Exchange on Which Registered</u>
Common stock, par value \$0.01 per share	AWK	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01. Other Events.

Completion of Acquisition of Certain Water and Wastewater System Assets from Nexus Regulated Utilities, LLC

On June 1, 2026, American Water Works Company, Inc. (the “Company”) completed the previously announced acquisition from Nexus Regulated Utilities, LLC (the “Seller”) of equity interests in specified entities (collectively, the “Acquired Entities”) that own regulated water and wastewater system assets located in Illinois, Indiana, Kentucky, Maryland, New Jersey, Pennsylvania, Tennessee and Virginia, for an aggregate purchase price of approximately \$315 million, subject to adjustment as provided for in the Purchase Agreement (as defined below). Aggregate rate base of the system assets owned by the Acquired Entities is estimated to be approximately \$200 million. The acquisition was completed pursuant to the terms and conditions of that certain Purchase and Sale Agreement, dated May 19, 2025 (the “Purchase Agreement”), between the Company and the Seller. The Seller is a subsidiary of Nexus Water Group, Inc., a privately-held water and wastewater utility serving more than 1.3 million people across 20 states in the United States and two Canadian provinces.

The Company received all required regulatory approvals related to the acquisition of the Acquired Entities prior to closing. The cash purchase price for the acquisition was funded by the Company with cash flow from operations and other existing sources of liquidity.

As a result of the acquisition of the Acquired Entities, the Company added approximately 47,000 customer connections to its regulated businesses, as well as approximately 70 employees.

A copy of the press release issued by the Company on June 1, 2026 has been included as [Exhibit 99.1](#) to this Current Report on Form 8-K and is incorporated herein by reference. References and links to websites and other information contained in this press release are not provided as active hyperlinks, and the information contained in or accessed through these hyperlinks shall not be incorporated into, or form a part of, this Current Report on Form 8-K.

The information furnished in response to this Item 8.01, including [Exhibit 99.1](#), shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall it be deemed to be incorporated by reference into any filing under the Securities Act of 1933, as amended (the “Securities Act”), or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits to this Current Report have been provided herewith as noted below:

<u>Exhibit No.</u>	<u>Description</u>
2.1	Purchase and Sale Agreement, dated as of May 19, 2025, between the Company and the Seller (incorporated by reference to Exhibit 2.1 to American Water Works Company, Inc.’s Current Report on Form 8-K, File No. 001-34028, filed May 19, 2025).
99.1*	Press Release, dated June 1, 2026, issued by the Company.
104	Cover Page Interactive Data File (the cover page XBRL tags are included and formatted as Inline XBRL).

* Furnished herewith.

The Purchase Agreement filed as [Exhibit 2.1](#) herewith has been included to provide investors and security holders with information regarding its terms. It is not intended to provide any other factual information about the Company or the Seller, or any of their respective subsidiaries or affiliates. The representations, warranties and covenants contained in the Purchase Agreement (i) were made by the parties thereto only for purposes of that agreement and as of specific dates; (ii) were made solely for the benefit of the parties to the Purchase Agreement; (iii) may be subject to limitations agreed upon by the contracting parties, including being qualified by confidential disclosures and schedules exchanged between the parties in connection with the execution of the Purchase Agreement (such disclosures and schedules include information contained in public disclosures, as well as additional non-public information); (iv) may have been made for the purposes of allocating contractual risk between the parties to the Purchase Agreement instead of establishing these matters as facts; and (v) may be subject to standards of materiality applicable to the contracting parties that differ from those applicable to investors.

Investors should not rely on the representations, warranties and covenants or any descriptions thereof as characterizations of the actual state of facts or condition of the Company or the Seller, or any of their respective subsidiaries or affiliates. Additionally, the representations, warranties, covenants, conditions and other terms of the Purchase Agreement may be subject

to subsequent waiver or modification. Moreover, information concerning the subject matter of the representations, warranties and covenants may change after the date of the Purchase Agreement, which subsequent information may or may not be fully reflected in the Company's public disclosures. The Purchase Agreement should not be read alone, but should instead be read in conjunction with the other information regarding the Company that is or will be contained in, or incorporated by reference into, the reports and other documents that are Cautionary Statement Concerning Forward-Looking Statements.

Cautionary Statement Concerning Forward-Looking Statements

Certain statements included in this Current Report on Form 8-K (or [Exhibit 99.1](#) thereto) are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934, and the Private Securities Litigation Reform Act of 1995. In some cases, these forward-looking statements can be identified by words with prospective meanings such as "intend," "plan," "estimate," "believe," "anticipate," "expect," "predict," "project," "propose," "assume," "forecast," "outlook," "future," "pending," "goal," "objective," "potential," "continue," "seek to," "may," "can," "will," "should" and "could," or the negative of such terms or other variations or similar expressions. These forward-looking statements are predictions based on the Company's current expectations and assumptions regarding future events. They are not guarantees or assurances of any outcomes, performance or achievements, and readers are cautioned not to place undue reliance upon them. The forward-looking statements are subject to a number of estimates and assumptions, and known and unknown risks, uncertainties and other factors. Actual results may differ materially from those discussed in the forward-looking statements included in this Current Report on Form 8-K as a result of the factors discussed in the Company's [Annual Report on Form 10-K for the year ended December 31, 2025](#), as filed with the Securities and Exchange Commission (the "SEC") on February 18, 2026, and other filings with the SEC, and additional risks and uncertainties, including with respect to (1) the occurrence, in whole or in part, of the plans, benefits and synergies expected or predicted to occur as a result of the acquisition; (2) the final amount of the purchase price following any post-closing adjustments as provided for in the Purchase Agreement, including expectations with respect to rate base; (3) unexpected costs, liabilities or delays associated with the integration of the acquired operations; (4) regulatory, legislative, local or municipal actions affecting the water and wastewater industries, which could adversely affect American Water; and (5) other economic, business and other factors.

These forward-looking statements are qualified by, and should be read together with, the risks and uncertainties set forth above and the risk factors included in the Company's annual and quarterly reports as filed with the SEC, and readers should refer to such risks, uncertainties and risk factors in evaluating such forward-looking statements. Any forward-looking statements speak only as of the date of this Current Report on Form 8-K. The Company does not have any obligation or intention to update or revise any forward-looking statement, whether as a result of new information, future events, changed circumstances or otherwise, except as otherwise required by the federal securities laws. New factors emerge from time to time, and it is not possible for the Company to predict all such factors. Furthermore, it may not be possible to assess the impact of any such factor on the Company's business, either viewed independently or together, or the extent to which any factor, or combination of factors, may cause results to differ materially from those contained in any forward-looking statement.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN WATER WORKS COMPANY, INC.

Dated: June 1, 2026

By: /s/ DAVID M. BOWLER

David M. Bowler

Executive Vice President and Chief Financial Officer

Press Release



American Water Completes Purchase of Nexus Water Group Systems in Eight States

CAMDEN, N.J. – June 1, 2026 – American Water Works Company, Inc. (NYSE: AWK), the largest regulated water and wastewater utility company in the U.S., announced today the completion of the purchase of water and wastewater systems located in eight states from Nexus Regulated Utilities, LLC, a subsidiary of Nexus Water Group, Inc. (“Nexus Water Group”), for a total purchase price of approximately \$315 million.

The acquisition adds approximately 47,000 customer connections within American Water’s existing footprint in Illinois, Indiana, Kentucky, Maryland, New Jersey, Pennsylvania, Tennessee and Virginia. Additionally, American Water is welcoming approximately 70 employees to its state operations from Nexus Water Group affiliates who proudly provide water and wastewater service in these areas.

“American Water is excited about this acquisition as we believe it is good for customers and another example of execution of our core growth strategy,” said John Griffith, President and CEO of American Water. “We look forward to leveraging our scale and size to deliver safe, clean, reliable and affordable water and wastewater services to these 47,000 new customer connections and to welcoming the local employees who already call these communities home.”

On May 19, 2025, American Water announced its agreement to acquire the systems. The closing follows regulatory approvals by the respective state public utility commissions, as well as customary approvals from governmental entities, all of which were obtained as of May 21, 2026.

The company is committed to ensuring a seamless transition for its new customers who will receive additional information in the mail from their respective American Water state subsidiary in the coming weeks. The information is also available now on a new, dedicated webpage on the company’s website at amwater.com under Customer Service and Billing.

New customers will be able to take advantage of American Water’s robust customer service benefits, including its online account management portal, MyWater, as well as flexible payment options and customer assistance programs for qualifying customers needing help paying their bills.

About American Water

American Water (NYSE: AWK) is the largest regulated water and wastewater utility company in the United States. With a history dating back to 1886 and celebrating 140 years in 2026, We Keep Life Flowing® by providing safe, clean, reliable and affordable drinking water and wastewater services to approximately 14 million people with regulated operations in 14 states and on 18 military installations. American Water’s approximately 7,000 talented professionals leverage their significant expertise and the company’s national size and scale

to achieve excellent outcomes for the benefit of customers, employees, investors and other stakeholders.

For more information, visit amwater.com and join American Water on LinkedIn, Facebook, X and Instagram.

Cautionary Statement Concerning Forward-Looking Statements

Certain statements in this press release are forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements relate to, among other things, anticipated capital investments and the ability to achieve certain benefits, synergies and goals relating to the acquired operations. These statements are based on the current expectations of management of American Water. There are a number of risks and uncertainties that could cause actual results to differ materially from these forward-looking statements, including with respect to (1) the occurrence, in whole or in part, of the plans, benefits and synergies expected or predicted to occur as a result of the acquisition; (2) unexpected costs, liabilities or delays associated with the integration of the acquired operations; (3) regulatory, legislative, local or municipal actions affecting the water and wastewater industries, which could adversely affect American Water; and (4) other economic, business and other factors. Forward-looking statements are not guarantees or assurances of future performance or results, and American Water does not undertake any duty to update any forward-looking statement. The foregoing factors should not be considered to be exclusive.

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