

American Water Works Company, Inc.  
Form 8-K  
May 06, 2009

**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): May 5, 2009**

**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.)

1025 Laurel Oak Road

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**Voorhees, NJ 08043**

**(Address of principal executive offices, including zip code)**

**(856) 346-8200**

**(Registrant's telephone number, including area code)**

**(Former name or former address, if changed since last report)**

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))

**Item 2.02. Results of Operations and Financial Condition**

On May 5, 2009, American Water Works Company, Inc. (the Company ) issued a press release announcing its financial results for the first quarter of 2009, ended March 31, 2009. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

The information in this Item 2.02, including Exhibit 99.1, is being furnished and shall not be deemed filed for the purpose of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liabilities of that Section. The information in this Item 2.02, including Exhibit 99.1, shall not be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

**Item 8.01. Other Events**  
**Corporate Governance Matter**

As disclosed in the proxy statement for the annual meeting of stockholders of the Company to be held on May 8, 2009, George MacKenzie, the Company's Chairman, serves on the Board of Directors and the audit committee of the Company and each of Safeguard Scientifics, Inc., Tractor Supply Co. and C&D Technologies, Inc. As required by the NYSE Listed Company Manual, the Board of Directors of the Company affirmatively determined that Mr. MacKenzie's simultaneous service as an audit committee member of the Company and the other three companies does not impair his ability to effectively serve on the Company's audit committee.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

99.1 Press Release, dated May 5, 2009, issued by American Water Works Company, Inc.

**Signature(s)**

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.

Date: May 5, 2009

By: /s/ Ellen C. Wolf  
Ellen C. Wolf  
Senior Vice President and Chief Financial Officer