

Waters Ernest J
 Form 4
 November 04, 2010

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 *
 Waters Ernest J

2. Issuer Name and Ticker or Trading Symbol
 YORK WATER CO [yorw]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 130 EAST MARKET STREET, P O BOX 15089

3. Date of Earliest Transaction (Month/Day/Year)
 10/15/2007

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

(Street)

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

YORK, PA 17405-7089

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
common stock	10/15/2007		P	A	0.684	\$ 17.251	100.684 D
common stock	01/15/2008		P	A	0.757	\$ 16.09	101.441 D
common stock	04/15/2008		P	A	0.759	\$ 16.166	102.2 D
common stock	07/15/2008		P	A	0.856	\$ 14.451	103.056 D
common stock	10/15/2008		P	A	0.974	\$ 12.803	104.03 D

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common stock	01/15/2009	P	1.025	A	\$ 12.79	105.055	D
common stock	04/15/2009	P	0.962	A	\$ 13.763	106.017	D
common stock	07/15/2009	P	0.832	A	\$ 16.058	106.849	D
common stock	10/15/2009	P	0.945	A	\$ 14.243	107.794	D
common stock	01/15/2010	P	0.971	A	\$ 14.212	108.765	D
common stock	04/15/2010	P	0.982	A	\$ 14.175	109.747	D
common stock	07/15/2010	P	0.979	A	\$ 14.351	110.726	D
common stock	09/09/2010	S	14	D	\$ 14.85	96.726	D
common stock	10/15/2010	P	0.746	A	\$ 16.595	97.472 ⁽¹⁾	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)

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 Beneficially Owned Following Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Waters Ernest J 130 EAST MARKET STREET P O BOX 15089 YORK, PA 17405-7089	X			

Signatures

/s/ Bonnie J. Rexroth, Assistant Secretary by Power of Attorney

11/04/2010

__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) Filing to report the acquisition of 11.472 shares (net) and disposition of 14 shares in 2010 and prior reporting periods.

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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