

American Water Works Company, Inc.
Form DEFA14A
May 03, 2019

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to § 240.14a-12

AMERICAN WATER WORKS COMPANY, INC.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

American Water Works Company, Inc., a Delaware corporation (“American Water”), is filing the following information with the U.S. Securities and Exchange Commission (the “SEC”) as definitive additional materials pursuant to Rule 14a-6(b) under the Securities Exchange Act of 1934, as amended, in connection with the solicitation of proxies for American Water’s 2019 Annual Meeting of Shareholders (the “2019 Annual Meeting”). On March 26, 2019, American Water filed a definitive proxy statement (the “2019 Proxy Statement”) and a definitive form of proxy card with the SEC in connection with the 2019 Annual Meeting.

* * *

On Friday, May 3, 2019, American Water responded via email to a question posed by one of its institutional shareholders during a telephonic engagement call regarding Proposals 4 and 5 included in the 2019 Proxy Statement. On the call, the shareholder asked how much California-American Water Company ("Cal Am") spent in 2018 in connection with the Monterey, California condemnation action known as "Measure J." American Water provided via email an estimate of the amount spent by Cal Am in defending itself in this matter, which amount was approximately \$2.7 million. For more information on this condemnation matter, please see American Water's Form 10-Q for the quarter ended March 31, 2019, as filed with the SEC on May 1, 2019.