YORK WATER CO

Form 4

January 11, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

3235-0287 Number:

> January 31, 2005

Estimated average burden hours per

Expires:

5. Relationship of Reporting Person(s) to

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue.

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

See Instruction

| KAIN GEORGE HAY III ESQ              |   | Symbol                                       |                                |  |   |  | Issuer          |  |  |   |  |  |
|--------------------------------------|---|--|--------------------------------|--|---|--|-----------------|--|--|---|--|--|
|                                      | YORK WATER CO [yorw]                            |  |                                |  |   | (Check all applicable)   |                 |  |  |   |  |  |
| (Last) (First) (Middle)              |   |  | 3. Date                        | 3. Date of Earliest Transaction        |   |  |                 | , 11   |  |   |  |  |
|                                      |   |  | (Month/Day/Year)               |  |   |  | -               | X_ Director 10% Owner Officer (give title Other (specify   |  |   |  |  |
| BOX 150                              | Г MARKET STR<br>89                              | EET, PO                                      | 01/09                          | /2012                                  |   |  | b               | elow)  | below)   | er (specify   |  |  |
| (Street)                             |   |  | 4. If Amendment, Date Original |  |   |  | 6               | 6. Individual or Joint/Group Filing(Check  |  |   |  |  |
|                                      | · · · · · · · · · · · · · · · · · · ·           |  |                                |  |   | Applicable Line)   |                 |  |  |   |  |  |
| WORK B                               |   |  |                                |  | _   | _X_ Form filed by One Reporting Person Form filed by More than One Reporting |                 |  |  |   |  |  |
| YORK, P.                             |   |  |                                |  | P   | Person   |                 |  |  |   |  |  |
| (City)                               | (State)   | (Zip)  | Ta                             | able I - No                            | n-Derivative S  | Securi   | ties Acqui      | red, Disposed of,  | or Beneficial  | ly Owned  |  |  |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) 01/09/2012 | 2A. Deeme<br>Execution I<br>any<br>(Month/Da | Date, if                       | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securities of Disposed of (Instr. 3, 4 ar Amount 3,999.628 | (D)  | Price \$ 17.403 | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |  |
| Stock                                |   |  |                                |  |   |  | 17.403          |  |  |   |  |  |
| common<br>stock                      |   |  |                                |  |   |  |                 | 1  | I  | Administrator of Spouse's Estate                      |  |  |
| common<br>stock                      |   |  |                                |  |   |  |                 | 15,058.5   | I  | Executor<br>Estate G H<br>Kain                        |  |  |
|                                      |   |  |                                |  |   |  |                 |  |  |   |  |  |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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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 | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exer        | cisable and     | 7. Title              | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------------|-----------------|-----------------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber   | Expiration D        | ation Date      |                       | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/         | Year)           | Underl                | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e                   |                 | Securit               | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities | ;                   |                 | (Instr.               | 3 and 4) |             | Owne   |
|             | Security    |                     |                    |            | Acquired   |                     |                 |                       |          |             | Follo  |
|             |             |                     |                    |            | (A) or     |                     |                 |                       |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |                     |                 |                       |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |                     |                 |                       |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |                     |                 |                       |          |             |        |
|             |             |                     |                    |            | 4, and 5)  |                     |                 |                       |          |             |        |
|             |             |                     |                    |            |            |                     |                 |                       | A mannt  |             |        |
|             |             |                     |                    |            |            |                     |                 |                       | Amount   |             |        |
|             |             |                     |                    |            |            | Date<br>Exercisable | Expiration Date | or<br>Title Num<br>of |          |             |        |
|             |             |                     |                    |            |            |                     |                 |                       |          |             |        |
|             |             |                     |                    | Codo V     | (A) (D)    |                     |                 |                       |          |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |                     |                 |                       | Shares   |             |        |

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

KAIN GEORGE HAY III ESQ 130 EAST MARKET STREET P O BOX 15089 YORK, PA 17405-7089

X

## **Signatures**

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

01/11/2012

\*\*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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2