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CALIFORNIA WATER SERVICE GROUP

Form 8-K

April 28, 2005

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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): April 27, 2005

California Water Service Group  
(Exact name of registrant as specified in its charter)

Delaware ----- (State or other jurisdiction of incorporation)	1-13883 ----- (Commission File No.)	77-0448994 ----- (IRS Employer Identification Number)
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1720 North First Street San Jose, California ----- (Address of principal executive offices)	95112 ----- (Zip Code)
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(408) 367-8200  
(Registrant's telephone number, including area code)

N/A  
(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 (see General Instruction A.2. below):

- 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))

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Item 1.01 Entry into a Material Definitive Agreement

In response to this Item, the registrant incorporates by reference the

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discussion under "Proposal No. 3--Authorize Equity Incentive Plan" and "Appendix B, California Water Service Group Equity Incentive Plan, Adopted by the Board of Directors: February 23, 2005" in its Proxy Statement dated March 25, 2005 for its Annual Meeting of Stockholders to be held on April 27, 2005, as filed with the SEC on March 22, 2005 (File No. 1-13883).

On April 27, 2005, at their annual meeting, the registrant's stockholders adopted the Equity Incentive Plan.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits:

The exhibit list called for by this item is incorporated by reference to the Exhibit Index filed as part of this report.

2

SIGNATURE

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.

Dated: April 28, 2005

CALIFORNIA WATER SERVICE GROUP

By: \_\_\_\_\_  
Richard D. Nye  
Vice President, Chief Financial Officer  
and Treasurer (Duly Authorized Officer)

3

Exhibit Index

Exhibit Number	Description
10.1	The registrant's Equity Incentive Plan (incorporated by reference to Appendix B to the registrant's Proxy Statement dated March 25, 2005 for its Annual Meeting of Stockholders to be held on April 27, 2005, as filed with the SEC on March 22, 2005 (File No. 1-13883)).

4