

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Ellsworth Joanne</u>  (Last) (First) (Middle) <u>C/O GLOBAL WATER RESOURCES, INC.</u> <u>21410 NORTH 19TH AVENUE, SUITE 220</u>  (Street) <u>PHOENIX AZ 85027</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Global Water Resources, Inc. [ GWRS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <u>Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/31/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/31/2020		M		116	A	\$0 <sup>(1)</sup>	116	D	
Common Stock	03/31/2020		D		116	D	\$10.11 <sup>(2)</sup>	0	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Phantom Stock Unit	(1)	03/31/2020		A		570		(3)	(3)	Common Stock	570	\$0	1,080 <sup>(4)</sup>	D	
Phantom Stock Unit	(1)	03/31/2020		A		3		(5)	(5)	Common Stock	3	\$0	1,083 <sup>(4)</sup>	D	
Phantom Stock Unit	(1)	03/31/2020		M			116	(6)	(6)	Common Stock	116	\$0	967 <sup>(4)</sup>	D	

**Explanation of Responses:**

- Each phantom stock unit ("PSU") is the economic equivalent of one share of common stock of Global Water Resources, Inc. ("the Company").
- The exercise price was determined by taking the weighted average closing share price of the Company's common stock of the five day period prior to March 31, 2020.
- The PSUs vest ratably over 12 quarters from the grant date. The PSUs do not have a set expiration date.
- The total includes prior grants of PSUs that have different vesting and expiration dates, as previously reported by the reporting person.
- The PSUs are fully vested upon grant and immediately exercisable. The PSUs do not have a set expiration date.
- The PSUs are exercisable at time of vesting and do not have a set expiration date.

**Remarks:**

/s/ Heather Krupa, attorney-in-fact 04/01/2020

\*\* Signature of Reporting Person Date

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

\* 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.

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