



# American Water Works Company, Inc.

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W. Timothy Pohl  
General Counsel and Secretary  
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August 6, 2002

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AUG 7 2002

Mr. Jonathan G. Katz  
Secretary  
Securities and Exchange Commission  
450 Fifth Street, N. W.  
Washington, DC 20549

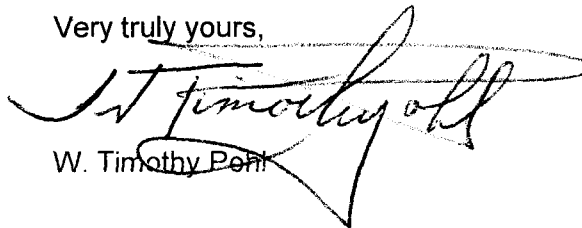
Re: Order Requiring the Filing of Sworn Statements Pursuant to  
Section 21 (a) (1) of the Securities Exchange Act of 1934  
Dated June 27, 2002 ("Order")

Dear Mr. Katz:

Pursuant to the Order, enclosed are the sworn statements, in the form of Exhibit A to the Order, of J. James Barr and Ellen C. Wolf, the principal executive officer and principal financial officer, respectively, of American Water Works Company, Inc.

Please acknowledge receipt of these filings by stamping and returning the enclosed duplicate copy of this transmittal letter in the self-addressed, stamped envelope provided.

Very truly yours,



W. Timothy Pohl

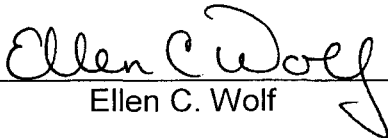
cc: J. James Barr  
Ellen C. Wolf

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER  
REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE  
ACT FILINGS

I, Ellen C. Wolf, Vice President and Chief Financial Officer of American Water Works Company, Inc., state and attest that:

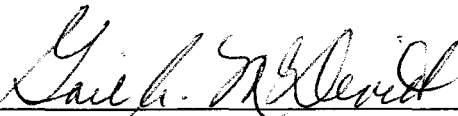
- (4) To the best of my knowledge, based upon a review of the covered reports of American Water Works Company, Inc. ("Company"), and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (5) I have reviewed the contents of this statement with the Company's audit committee.
- (6) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of American Water Works Company, Inc. filed with the Securities and Exchange Commission ("Commission");

- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of American Water Works Company, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing

  
Ellen C. Wolf

August 6, 2002

Subscribed and sworn to before me this 6<sup>th</sup> day of August 2002.

Isl   
Notary Public

My Commission Expires: 6/17/07

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