STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES
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
   Fleming Ronnie L
   C/O Global Water Resources, Inc. 21410 N 19th Avenue #220

2. Issuer Name and Ticker or Trading Symbol
   Global Water Resources, Inc. [GWRS]

3. Date of Earliest Transaction (Month/Day/Year)
   09/30/2016

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   X Director
   X Officer (give title below) President and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>09/30/2016</td>
<td></td>
<td>M</td>
<td>3,456 A</td>
<td>13,252 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/30/2016</td>
<td></td>
<td>D</td>
<td>3,456 D $7.78 (2)</td>
<td>9,796 D</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Code</th>
<th>V</th>
<th>(A)</th>
<th>(D)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phantom Stock Unit</td>
<td>1</td>
<td>09/30/2016</td>
<td>A</td>
<td>72</td>
<td>(3)</td>
<td>(3)</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Phantom Stock Unit</td>
<td>1</td>
<td>09/30/2016</td>
<td>M</td>
<td>3,456</td>
<td>09/30/2016</td>
<td>(5)</td>
<td>Common Stock</td>
</tr>
</tbody>
</table>

#### Explanation of Responses:

1. Each phantom stock unit ("PSU") is the economic equivalent of one share of common stock of Global Water Resources, Inc. ("the Company").
2. 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 September 30, 2016.
3. The PSUs are fully vested upon grant and immediately exercisable. The PSUs do not have a set expiration date.
4. The total includes prior grants of PSUs that have different vesting and expiration dates, as previously reported by the reporting person.
5. The PSUs do not have a set expiration date.

/s/ Jeff Risenmay, attorney-in-fact 10/04/2016

**Signature of Reporting Person**

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* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
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.