**FORM 4**

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

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**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

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**1. Name and Address of Reporting Person**

Tedesco David C

(C/O Global Water Resources, Inc. 21410 N 19th Avenue #220)

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**2. Issuer Name and Ticker or Trading Symbol**

Global Water Resources, Inc. [GWR5]

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**3. Date of Earliest Transaction (Month/Day/Year)**

11/22/2016

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**5. Relationship of Reporting Person(s) to Issuer**

X Director

___ 10% Owner

___ Officer (give title below)

___ Other (specify below)

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**6. Individual or Joint/Group Filing (Check Applicable Line)**

X Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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**Table Headings and Instructions**

- **Title of Security**: Enter the title of the security.
- **Transaction Date**: Enter the date of the transaction.
- **Deemed Execution Date**: Enter any deemed execution date.
- **Transaction Code**: Enter the code for the transaction.
- **Securities Acquired/Disposed**: Enter whether the transaction involved acquiring or disposing of securities.
- **Amount**: Enter the amount of securities involved.
- **Ownership Form**: Direct or Indirect.
- **Nature of Indirect Beneficial Ownership**: Provide any additional relevant information.

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**OMB APPROVAL**

OMB Number: 3235-0287

Estimated average burden hours per response... 0.5
## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Security; Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Phantom Unit (1)</td>
<td>11/22/2016</td>
<td>A</td>
<td>1,475</td>
<td>(2)</td>
<td>(2)</td>
<td>Common Stock</td>
<td>1,475</td>
<td>$ 0</td>
<td>32,209</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

### Explanation of Responses:

1. Each deferred phantom unit ("DPU") is the economic equivalent to one share of common stock of Global Water Resources, Inc. (the "Company").

2. The DPUs are fully vested upon grant. In addition, the DPUs are only permitted to be redeemed upon the reporting person ceasing to be a director of the Company and do not have a set expiration date.

/s/ Jeff Risenmay, attorney-in-fact

11/23/2016

*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.

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