

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to § 240.14a-12

(Name of Registrant as Specified in its Charter)

Payment of Filing Fee (Check the appropriate box):

No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2)

Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

American Water Works Company, Inc., a Delaware corporation (“American Water”), is filing the following information with the U.S. Securities and Exchange Commission (the “SEC”) as definitive additional materials pursuant to Rule 14a-6(b) under the Securities Exchange Act of 1934, as amended, in connection with the solicitation of proxies for American Water’s 2019 Annual Meeting of Shareholders (the “2019 Annual Meeting”). On March 26, 2019, American Water filed a definitive proxy statement (the “2019 Proxy Statement”) and a definitive form of proxy card with the SEC in connection with the 2019 Annual Meeting.

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On Wednesday, April 17, 2019, American Water posted to its website certain disclosures regarding political contributions made during the 2018 fiscal year by American Water, the American Water Works Company, Inc. Employee Federal Political Action Committee, and political action committees established by certain of American Water’s operating subsidiaries. This website disclosure also includes certain information regarding payments made during 2018 by American Water and its subsidiaries to trade associations and tax-exempt organizations. In accordance with American Water’s Political Contribution Policy, the Board of Directors reviewed and approved these website disclosures on April 17, 2019. Investors may review these disclosures by accessing the link on the Ethics and Responsibility page of American Water’s corporate website at <https://amwater.com/corp/about-us/ethics-responsibility>. As described in the Proxy Statement and in its Opposition Statements to Shareholder Proposals 4 and 5, American Water previously committed to disclose this information by June 28, 2019.

Information contained on American Water’s website is not a part of this solicitation or the 2019 Proxy Statement, and the website reference herein is not intended to be made through an active hyperlink.