

OCONNOR A BRUCE
Form 4
October 09, 2018

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
OCONNOR A BRUCE

(Last) (First) (Middle)
1500 RONSON ROAD
(Street)

ISELIN, NJ 08830
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MIDDLESEX WATER CO [MSEX]

3. Date of Earliest Transaction
(Month/Day/Year)
10/05/2018

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice President & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ 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)
Common Stock (Restricted Stock Book Entry)					16,307	D	
Common Stock - (Book Entry)	10/05/2018		S	421 D	\$ 45.961 18,133	D	
Common Stock - (Book Entry)	10/05/2018		S	300 D	\$ 45.946 17,833	D	

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Entry)								
Common Stock - (Book Entry)	10/05/2018	S	301	D	\$ 45.9779	17,532	D	
Common Stock - (Book Entry)	10/05/2018	S	106	D	\$ 45.7977	17,426	D	
Common Stock - (Book Entry)	10/05/2018	S	1,000	D	\$ 45.7578	16,426	D	
Common Stock - (Book Entry)	10/05/2018	S	1,044	D	\$ 45.75	15,382	D	
Common Stock - (Book Entry)	10/05/2018	S	49	D	\$ 45.8079	15,333	D	
Common Stock (DRP)						2,613	D	
Common Stock (Held in Street)	10/05/2018	S	100	D	\$ 45.751	4,884	D	

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

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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						Amount or Number of Shares
				Date Exercisable	Expiration Date	Title
Code	V	(A)	(D)			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OCONNOR A BRUCE 1500 RONSON ROAD ISELIN, NJ 08830			Vice President & CFO	

Signatures

s/ Jay L. Kooper, Power of Attorney for A. Bruce
O'Connor

10/09/2018

**Signature of Reporting Person

Date

Explanation of Responses:

* 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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