

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15 (d) of the Securities Exchange Act of 1934

Date of Report: May 23, 2008

MIDDLESEX WATER COMPANY

(Exact name of registrant as specified in its charter)

NEW JERSEY

(State or other jurisdiction of
incorporation or organization)

0-422

(Commission
File Number)

22-1114430

(I.R.S. Employer
Identification No.)

1500 RONSON ROAD, P.O. BOX 1500, ISELIN, NEW JERSEY 08830

(Address of principal executive offices, including zip code)

(732)-634-1500

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item. 8.01. Other Events

Announcement regarding press release issued May 22, 2008 about the Annual Meeting of Middlesex Water Company in which Directors John R. Middleton, M.D., Jeffries Shein, and J. Richard Tompkins were re-elected and shareholders voted to approve the new 2008 Restricted Stock Plan and voted to approve the outside Director Stock Compensation Plan.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf of the undersigned hereunto duly authorized.

MIDDLESEX WATER COMPANY
(Registrant)

s/Kenneth J. Quinn
Kenneth J. Quinn
Vice President, General Counsel,
Secretary and Treasurer

Dated: May 23, 2008

MIDDLESEX WATER COMPANY HOSTS ANNUAL MEETING OF SHAREHOLDERS

ISELIN, NJ, (May 22, 2008) “Organic customer growth, timely and adequate rate case outcomes, and the pursuit of value-driven acquisitions and operating contracts are ways Middlesex Water Company intends to increase shareholder value,” said Dennis W. Doll, President and CEO, at the Company’s Annual Meeting of Shareholders, held Wednesday, May 21, 2008 at its corporate headquarters. Middlesex Water Company, (NASDAQ:MSEX), is a provider of water and wastewater and related services in New Jersey and Delaware.

In his remarks to shareholders, Mr. Doll discussed recent highlights including the Company’s being named one of the Top 100 Most Trustworthy Companies in America. He also described the company’s growing expertise in offering a full range of water and wastewater solutions and its ongoing commitment to green energy. Mr. Doll discussed the importance of technology in improving business processes and delivering customer service and the Company’s plans to implement an enterprise wide technology platform. “We continue to see opportunities for water and wastewater in New Jersey, Delaware, Maryland and beyond as our reputation for providing sound technical solutions grows among developers, municipalities and counties,” said Doll.

Bruce O’Connor, Vice President and Chief Financial Officer, reported on the Company’s financial performance 2007 and the first quarter of 2008 which included a discussion of the key drivers impacting earnings. Mr. O’Connor also discussed the capital expenditure plans and funding for 2008 as well as the Company’s strong dividend yield and investment performance for its shareholders. Management’s presentation to shareholders may be viewed on the company’s website at www.middlesexwater.com in the Investor Relations area under Presentations.

At the meeting, stockholders of the Company voted to re-elect Directors John R. Middleton, M.D., Jeffries Shein and J. Richard Tompkins. Each director received at least 9,098,808 votes or more than 83% of the total votes represented by shares outstanding or 83% of the total votes cast. Stockholders also voted on two other proposals. The proposal to approve the new 2008 Restricted Stock Plan, passed by a percentage of votes cast at 92%, which is more than the majority of the shares voted. The proposal to approve the Outside Director Stock Compensation Plan passed by a percentage of votes cast at 91%, which is more than the majority of shares voted.

About Middlesex Water Company

Middlesex Water Company, organized in 1897, is an investor-owned water utility, serving customers in central and southern New Jersey and in the State of Delaware. The Company and its New Jersey subsidiaries – Pinelands Water Company and Pinelands Wastewater Company—are subject to the regulations of the Board of Public Utilities of the State of New Jersey. Middlesex Water operates the water and wastewater utilities for the City of Perth Amboy through its subsidiary, Utility Service Affiliates (Perth Amboy), Inc. Middlesex Water also provides contract operations services and a service line maintenance program through its non-regulated subsidiary, Utility Service Affiliates, Inc. The Company’s regulated Delaware subsidiaries, Tidewater Utilities, Inc., together with Southern Shores Water Company, and Tidewater Environmental Services, Inc. (TESI) are subject to the regulations of the Public Service Commission in Delaware. TESI provides regulated wastewater utility services. White Marsh Environmental Systems, Inc. operates small water and wastewater systems under contract on a non-regulated basis in Delaware. These companies are also subject to various Federal, State and regulatory agencies concerning water and wastewater effluent, quality standards.

For additional information regarding Middlesex Water Company, visit the Company’s Web site at www.middlesexwater.com or call (732) 634-1500.

This release contains forward looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, among others, our long-term strategy and expectations, the status of our acquisition program, the impact of our acquisitions, the impact of current and projected rate requests and the impact of our capital program on our environmental compliance. There are important factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements including: general economic business conditions, unfavorable weather conditions, the success of certain cost containment initiatives, changes in regulations or regulatory treatment, availability and the cost of capital, the success of growth initiatives and other factors discussed in our filings with the Securities and Exchange Commission.

Contact:
Bernadette Sohler, Vice President – Corporate Affairs
Middlesex Water Company
1500 Ronson Road
Iselin, New Jersey 08830
www.middlesexwater.com