

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 22, 2013

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. 5.07. Submission of Matters to a Vote of Security Holders

Middlesex Water Company held its Annual Meeting of Shareholders on Tuesday, May 21, 2013. The following directors were re-elected to the board: Steven M. Klein, President of Northfield Bancorp, Inc. and its subsidiary, Northfield Bank; Amy B. Mansue, President and Chief Executive Officer of Children's Specialized Hospital, and Walter G. Reinhard, Esq., Partner in the firm of Norris McLaughlin and Marcus, PA. Each of these directors will serve a term of office of three years. The certified results of the matters voted upon at the meeting, which are more fully described in our Company's April 9, 2013 proxy statement, are as follows:

Description of Matters Submitted**Proposal No. 1**

Election of Directors	<u>For</u>	<u>Withheld</u>
Steven M. Klein	8,394,112	300,134
Amy B. Mansue	8,372,040	322,206
Walter G. Reinhard, Esq.	5,773,076	2,921,170

Proposal No. 2

Ratification of the appointment by the Audit Committee of Parente Beard LLC as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2012.

<u>For</u>	<u>Against</u>	<u>Abstain</u>
13,575,147	113,878	87,844

Description of Matters Submitted**Proposal No. 3**

To approve a non-binding advisory resolution approving the compensation of the Company's named executive officers.

<u>For</u>	<u>Against</u>	<u>Abstain</u>
8,056,995	307,697	329,554

Item 8.01 Other Events

On May 21, 2013, Middlesex Water Company held its 2013 Annual Meeting of Shareholders at its company headquarters in Iselin, New Jersey. Announcement of voting results at which shareholders elected a slate of three directors, ratified the Audit Committee's appointment of Parente Beard LLC as the independent registered public accounting firm for 2013 and approved, by a non-binding advisory vote, the compensation of the Company's named executive officers, is described above.

Management's presentation at the Annual Meeting of Shareholders is available in the Investor Relations section of the company's website www.middlesexwater.com under News & Market Data/Presentations and Interviews. The presentation is also filed herewith as Exhibit 99.1 and is hereby incorporated by reference.

News Release

On May 22, 2013, the Company issued a press release describing the voting results of shareholders at the annual meeting, the election of directors, the ratification by shareholders of the appointment of Parente Beard LLC as the Company's independent auditors for the year ending December 31, 2013. A copy of the Company's press release dated May 22, 2013 is filed herewith as Exhibit 99.2 and is hereby incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

99.1 Company officers' slide show presentation at the Annual Meeting of Shareholders May 21, 2013

99.2 Company press release dated May 22, 2013

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 22, 2013



MIDDLESEX
WATER COMPANY

A photograph showing an adult's hand and a child's hand holding a clear glass of water together. The adult's hand is on the right, and the child's hand is on the left. The glass is filled with clear water. The background is a soft, out-of-focus green, suggesting an outdoor setting.

Welcome to the
Annual Meeting of Shareholders
May 21, 2013

A Trusted Provider for 115 Years

Forward-Looking Statement

Certain matters discussed in this presentation are forward-looking statements intended to qualify for the "safe harbor" from liability established by the Private Securities Litigation Reform Act of 1995. These forward-looking statements can generally be identified as such because the context of the statement will include words such as the Company "believes," "anticipates," "expects" or words of similar import. Similarly, statements that describe the Company's future plans, objectives, estimates or goals are also forward-looking statements that are subject to the risks and uncertainties that could cause actual results to differ materially from those expressed or implied in the statements.



Financial Highlights





Overview

Incorporated:	1897
Market Cap: (\$millions)	\$308.6
52-Week Range:	\$17.48 - \$20.06
Average Volume: (3 months)	36,081
Shares Outstanding: (millions)	16.1
Dividend Yield:	3.8%
Annualized Dividend:	\$0.75
Number of Customers:	141,000
Number of Employees:	279



Regulation (Rates)

New Jersey
Board of
Public Utilities

Delaware
Public Service
Commission

Pennsylvania
Public Utilities
Commission

MWC

Water Quality

- USEPA
- NJDEP
- DNREC
- PADEP

Securities

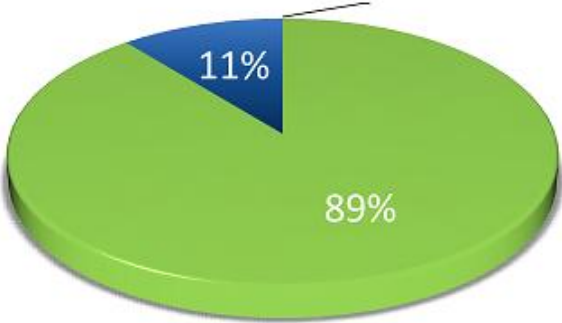
- NASDAQ
- SEC





Operating Revenues by Segment

MSEX owns and operates regulated water utility and wastewater systems in NJ, DE and PA

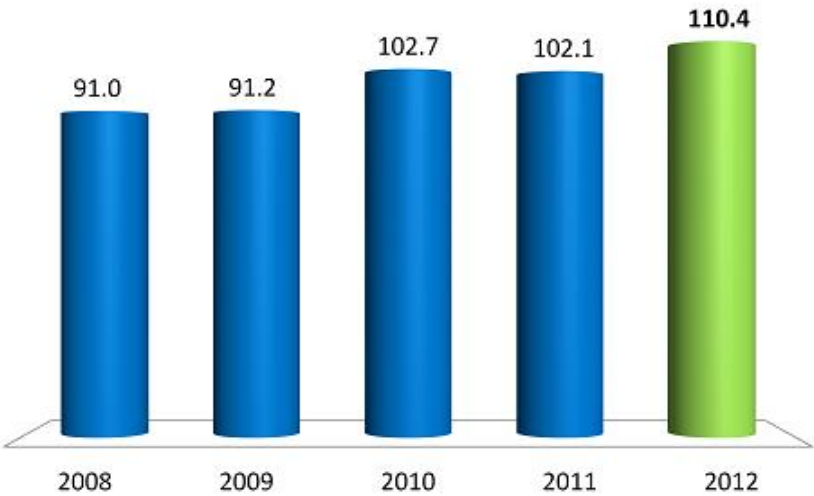


■ Regulated Services ■ Non-Regulated Services



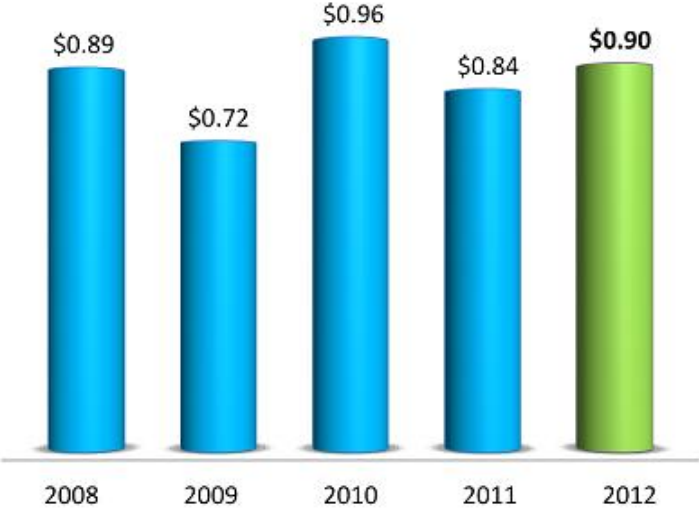


Revenues (\$Millions)



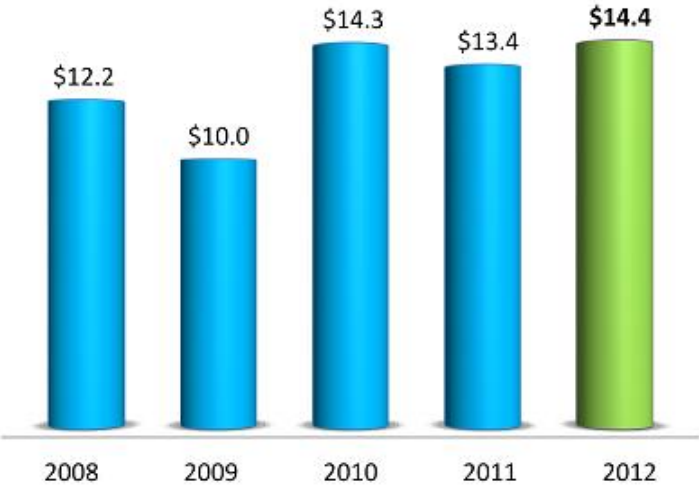


Earnings Per Share

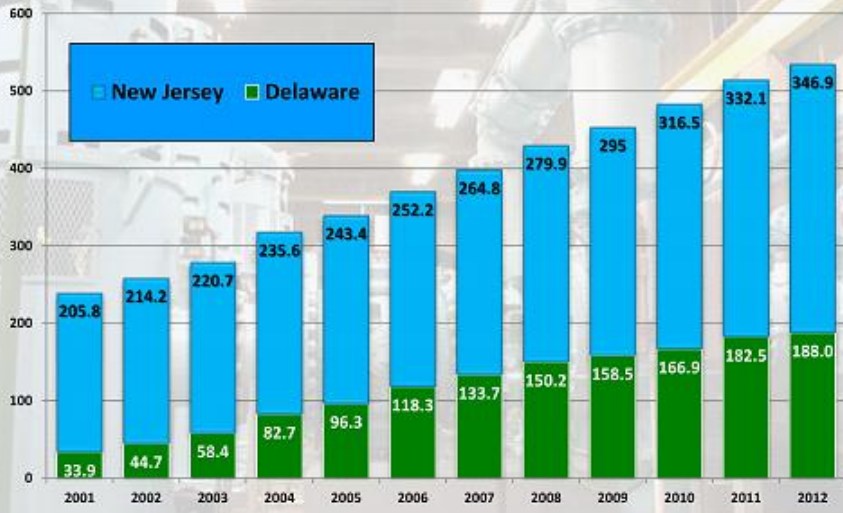




Net Income (\$Millions)



Utility Plant (\$Millions)





Performance (\$Millions except per share amounts)

	Year Ended December 31,	
	<u>2012</u>	<u>2011</u>
Operating Revenues	\$ 110.4	\$ 102.1
O & M Expenses	\$ 60.5	\$ 56.6
Net Income	\$ 14.4	\$ 13.4
Diluted Earnings per Share	\$ 0.90	\$ 0.84





Rate Activity 2012

<u>State</u>	<u>Amount</u>	<u>Approved</u>
New Jersey		
-Middlesex	\$8.1 million	July 2012
Delaware		
-Tidewater	\$3.9 million	June 2012
-TESI	\$0.6 million	June 2012
Pennsylvania		
-Twin Lakes	\$0.1 million	March 2012





Other Performance Factors

- ✓ *Water Use Trends*
Customer Demands
- ✓ *Customer Growth*
Delaware
- ✓ *O & M Costs*
Labor & Benefits





Performance (\$Millions except per share amounts)

	First Quarter Ended March 31,	
	<u>2013</u>	<u>2012</u>
Operating Revenues	\$ 27.0	\$ 23.5
O & M Expenses	\$ 15.4	\$ 14.4
Net Income	\$ 3.2	\$ 1.8
Diluted Earnings per Share	\$ 0.20	\$ 0.11





Rate Activity 2013

<u>State</u>	<u>Amount</u>	<u>Timing</u>
New Jersey		
-Middlesex Base Rate Filing	(TBA)	Filing Q4 2013
-DSIC Filing	\$0.3 million	Filing Q3/Q4 2013
-PWAC	\$0.1 million	Effective May 2013
-Pinelands Base Rate Filing	\$0.3 million	Eff. March 2013
Delaware		
-Tidewater DSIC Filing	\$0.1 million	Eff. January 2013
	\$0.1 million	Effective July 2013
-TESI Acquisition		Decision Q3 2013





Distribution System Improvement Charge

DSIC: A rate mechanism that allows water utilities to recover investment in improvements to their water distribution system between base rate proceedings.

NEW JERSEY

November 2012 – MSEX filed Foundational Filing with NJBPU

February 2013 – Foundational Filing approved by NJBPU

DELAWARE

DSIC program in place since 2001.

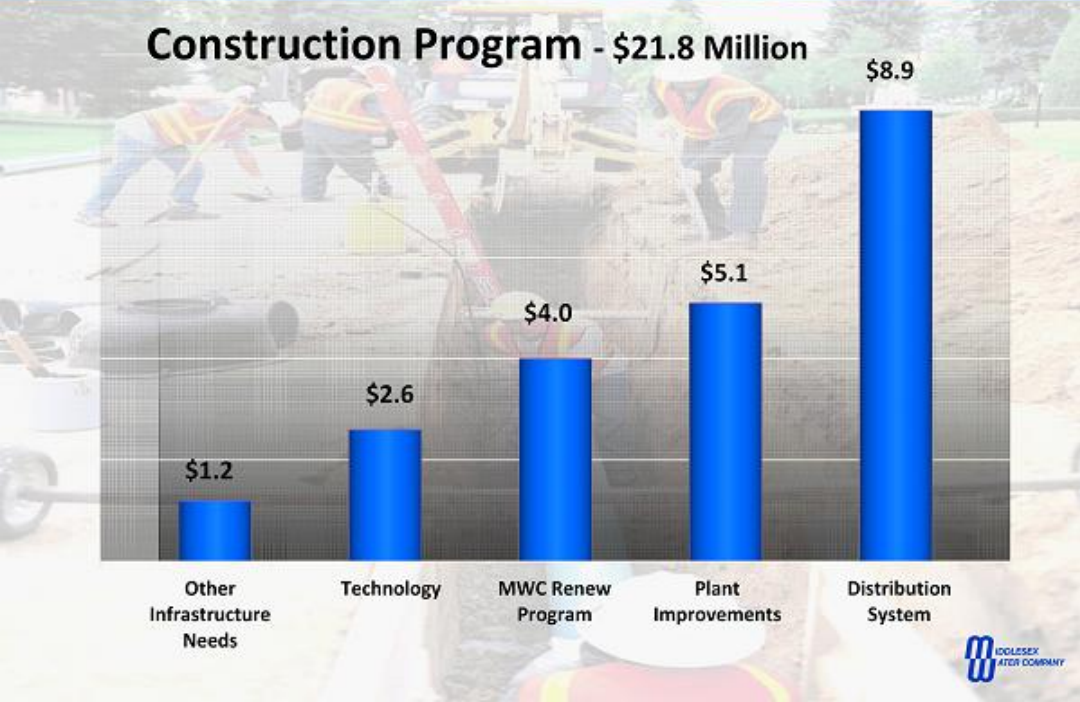


Performance – Changes (in \$Millions)

	<u>2013</u>	<u>2014</u>
Hess Corp.	\$ 1.6	\$ 2.6
Borough of Sayreville	\$ 0.8	\$ 3.0
Post-retirement Medical Plan	\$(2.6)	\$(2.6)
Interest Savings on Refinancing	\$(0.9)	\$(0.9)



Construction Program - \$21.8 Million



Construction Funding

Total Funding - \$21.8 Million





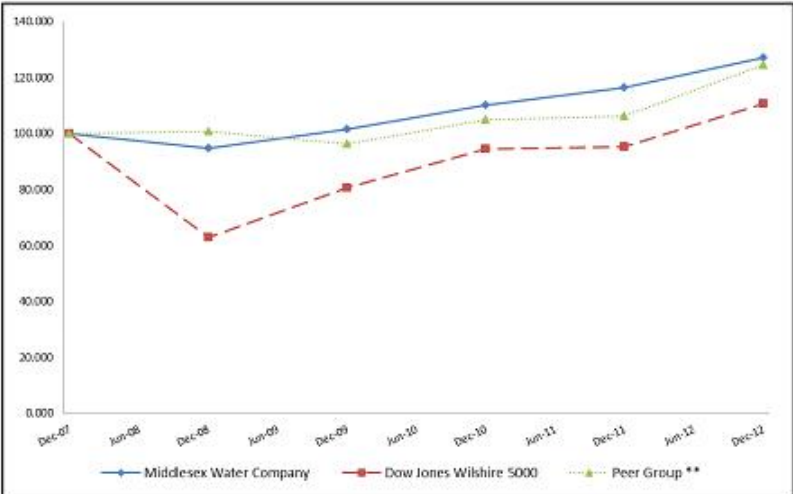
Long-Term Debt

- November 2012 - Refinanced \$57.5 million through the NJEDA
- Interest rate - 2.70%/4.35%
- Annual Savings - \$0.9 million
- NPV Savings - \$9.2 million
- May 2013 - \$4.0 million issued through NJSRF Program
- Effective interest rate - 1.0%





COMPARISON OF 5 YEAR CUMULATIVE TOTAL RETURN



** MSEX, AWR, ARTNA, CWT, CTWS, SJW, YORW



DIVIDEND HISTORY





**Operations
Highlights**

SUPERSTORM SANDY...SUPERSTORM SANDY...



The MSEX enterprise is expanding its emergency preparedness plans to anticipate weather events of longer duration, larger areas of impact and increasing frequency.

POST SANDY...RECOVERY AND RESILIENCY PLANNING

Middlesex System: Increasing number of generators and exploring diversified fuel usage capabilities

Perth Amboy: Rebuilding wastewater system lift stations flooded by the storm



Avalon: Rebuilding lift stations and storm water pump stations impacted by the storm

Enterprise-wide: Coordinating integration of existing emergency response plans for all companies



Working to Ensure Water Quality



During state-wide emergencies, information is shared with the ROIC where members of the NJBPU, State Police and NJDEP are stationed to effect a rapid response to any water quality and operational incidents.





How can I get information directly during water emergencies?

Sign Up for DIRECTAlert!

DIRECTAlert

The Middlesex Water family of companies wants you and your family to be informed during water emergencies and low water advisories.

That's why we've established DIRECTAlert, a service that enables us to reach emergency message directly to you so that you know exactly what's going on, as well as to alert emergency email.

Simply fill out the form on the back of this flyer or visit our website www.middlesexwater.com and you'll be able to sign up for DIRECTAlert, and we'll make sure you're notified in the most direct way possible during any water emergency.

Don't miss out on this important information. Sign up now at www.middlesexwater.com and you'll be able to sign up for DIRECTAlert, and we'll make sure you're notified in the most direct way possible during any water emergency.

Keep your family safe during water service emergencies. Register for DIRECTAlert today!

DIRECTAlert is available at 1-800-367-7627. Complete the backside of this flyer and we'll make sure you're notified in the most direct way possible during any water emergency.

For more information, contact our Customer Service Department at 1-800-367-7627.

FOR MORE INFORMATION, VISIT US AT:
www.middlesexwater.com
 1-800-367-7627
 1000 Lakeside Drive
 Middlesex, NJ 08854

MIDDLESEX WATER COMPANY
 A Division of American Water Works Association
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Keeping Customers Informed in Emergencies

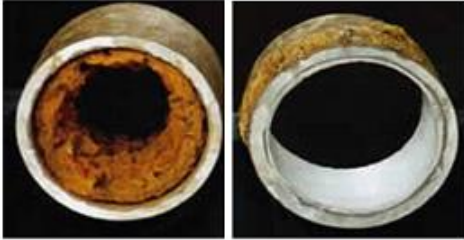
- MWC Customer DIRECTAlert Registration
- Newspaper/Radio/Television
- Municipal Reverse 911
- Municipal Websites
- Company Website
- Service Alerts Update Center
- Phone Bank Messaging
- Company Facebook Page
- Company Twitter Feed



RENEW 2013 Water Main Cleaning and Lining Project



- Year 17 of a 25-Year Upgrade Program
- \$4.0 million investment to replace water mains, valves and fire hydrants in the City of South Amboy
- Clean and line 11,500 linear feet of main
- Funded by New Jersey Environmental Infrastructure Trust Loan



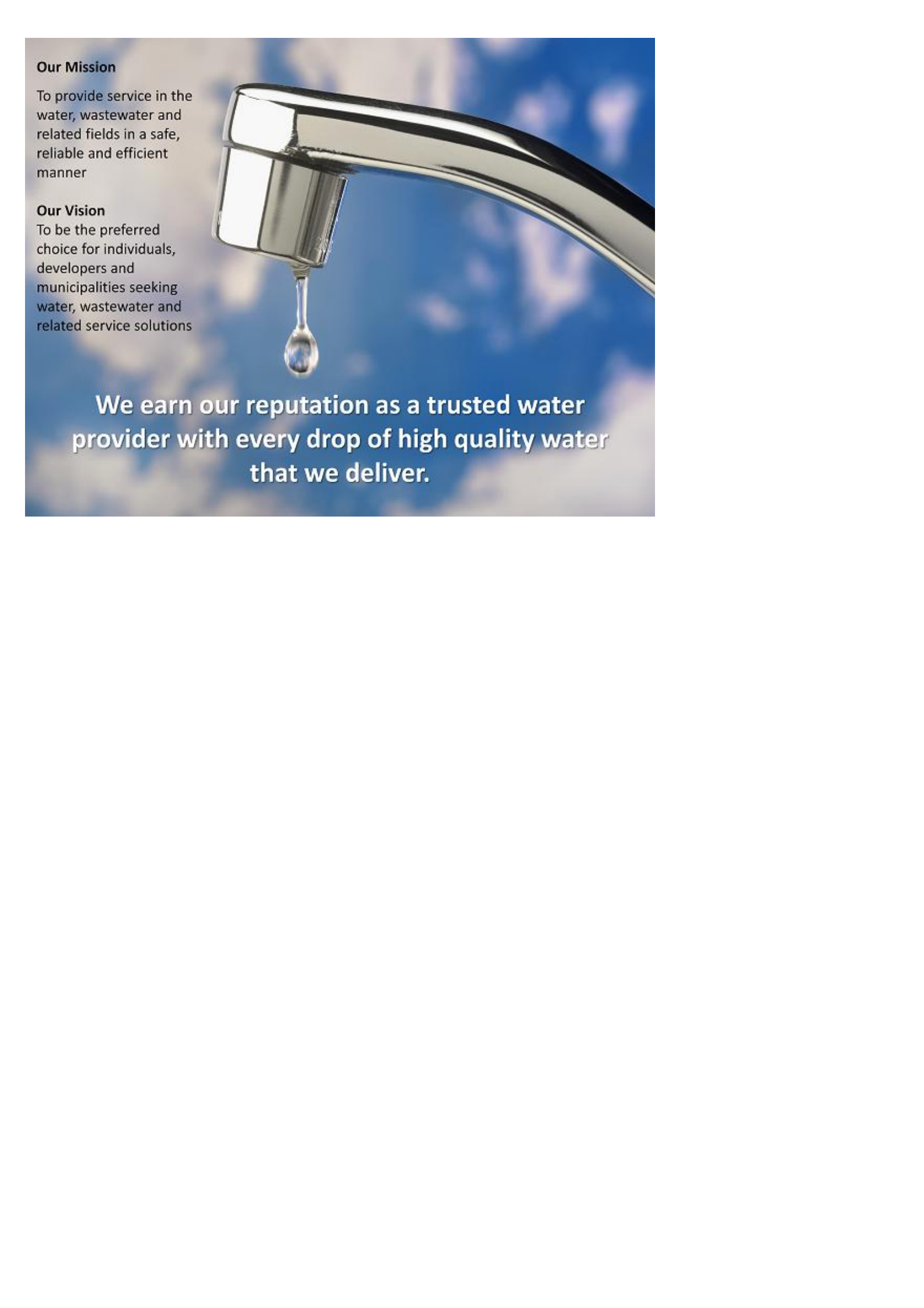


New Operations Center in Sussex County will better meet the needs of residents in southern Delaware





**Our Strategy,
Our People and
Our Partners**



Our Mission

To provide service in the water, wastewater and related fields in a safe, reliable and efficient manner

Our Vision

To be the preferred choice for individuals, developers and municipalities seeking water, wastewater and related service solutions

We earn our reputation as a trusted water provider with every drop of high quality water that we deliver.



Managing Risk




Safety Training

In 2012 Risk Management Oversight was formally added to the Corporate Governance and Nominating Committee's responsibilities.

Examples:

- Strategic Risks
- Operational Risks
- Financial Risks
- Brand & Reputation
- Employee Health & Safety





Contract Operations

Borough of Avalon, NJ

- Utility Service Affiliates operates and manages the Borough's water, wastewater and storm water collection systems
- Work includes day-to-day operations, billing, collections, customer service, emergency response and capital projects funded by Avalon.

Sunoco Logistics Partners

- We continue to operate the Eagle Point Biological Wastewater Treatment Facility in Westville, NJ
- MSEX, through its subsidiary, Utility Service Affiliates, is responsible for daily operation of the industrial wastewater treatment facility.

Southampton Township, NJ: 3-year Sewer Operating Contract adjacent to Pinelands





**RIDGEWOOD GREEN LLC PROJECT WITH NATURAL
SYSTEMS UTILITIES AND VILLAGE OF RIDGEWOOD, NJ**

Turnkey Renewable Energy Services



- Middlesex and NSU Ridgewood, LLC, a subsidiary of Natural Systems Utilities, LLC, formed a joint venture Ridgewood Green RME, LLC (Ridgewood Green) which entered into a 20-year public private partnership with the Village of Ridgewood, NJ
- Ridgewood Green will design, build, own and operate facilities to optimize production of electricity at Ridgewood's municipal wastewater treatment plant



PROJECT STATUS

- ✓ Ultraviolet system install complete
- ✓ Solar installations complete
- ✓ Wastewater treatment plant construction complete
- ✓ Training of Ridgewood employees in progress
- ✓ Permits filed and issued
- ✓ Full production of energy to commence in May 2013



HomeServe USA



USA LineCare contracts transferred to HomeServe in August 2011

USA earns a service fee for billing, cash collection and other administrative matters

Home emergency repair plans include: Water Line, Sewer/Septic Line, Water Heater, Plumbing and Drainage

As of January 2013:

- Active Contracts: 32,000+
- Penetration Rate: 32%+

Former NY Mayor Rudy Giuliani and his team at Giuliani Partners are advising HomeServe on enhancing awareness of the need for water and sewer infrastructure investment and consumer protection nationwide.





The Plantations

Lagoon at Plantations
Community in Sussex
County - DE





**RUTGERS
LEADERSHIP
DEVELOPMENT**





Employee Engagement



Health & Safety Fair



Go Red for Women

TIDEWATER



Great Adventure Family Day



Diversity Luncheon



Show your Team Pride



Special Lunches



Giving Back To the Communities We Serve



Education, Outreach & Voluntarism





MSEX co-sponsored the Bowl for Hunger which raised over \$19,000 for 31 area food banks.



Employees volunteered on MSEX Cares Day at NJ Institute for Disabilities



Tidewater donated proceeds from its annual charity golf outing to Delaware Wild Lands.



It's All Connected: Water, Infrastructure and the Economy

Speakers discussed the link between economic stability and growth and environmental quality



Panelists included: NJ State Legislature, the NJDEP, the U.S. Army Corp of Engineers, the NJ Board of Public Utilities, FEMA, and the Edward J. Bloustein School of Planning and Public Policy at Rutgers, the State University of New Jersey.

Investor Education



B BETTERINVESTING™ Empowering Investors Since 1951



For Support of Women in the Workplace



NAWC Living Water Award



Ridgewood Green Honored for Environmental Achievement

Honors and Awards



Best Tasting Water



Operator of The Year

Dover AFB Honorary Commander



Edison Municipal Alliance Volunteer Awards

ExecRank Names Doll "Top Small Cap CEO"



NASDAQ STOCK MARKET CLOSING BELL



- 115th Years in Business
- 100 Years of Dividend Payments
- 40 Years of Consecutive Dividend Increases



The values that have guided our company for over a century are stronger than ever...



Field work circa 1910

- Integrity
- A Strong Customer Focus
- Continual Improvement
- Teamwork
- Social Responsibility
- A Result-Driven Work Ethic



Field work circa 2013



INVESTMENT CONSIDERATIONS

- Honest and ethical problem solver
- Comprehensive suite of services
- Stable residential/commercial customer base
- Strong Financial Record/Balance Sheet
- Solid Debt Ratings (S&P A-) Stable
- Successful access to capital markets
- Supportive Regulatory Environment
- Established reputation for operational excellence
- Socially Responsible and focused on sustainability
- Focused on building and leveraging partnerships
- Well positioned for growth in NJ, DE and beyond

MSEX
NASDAQ
LISTED





QUESTIONS

These slides will be archived on the Investor Relations section of our website at www.middlesexwater.com under Presentations.



MIDDLESEX WATER COMPANY HOLDS ANNUAL MEETING OF SHAREHOLDERS

ISELIN, NJ, (May 22, 2013) “Record revenues, investments in critical infrastructure, enhanced emergency response planning, risk management and turnkey renewable energy services were among the topics discussed by officers at Middlesex Water Company’s Annual Meeting of Shareholders held at its corporate headquarters on Tuesday, May 21, 2013. Middlesex Water Company (NASDAQ:MSEX), is a provider of water and wastewater and related services, in New Jersey, Delaware and Pennsylvania.

Management’s presentation at the Annual Meeting of Shareholders is available in the Investor Relations section of the company’s website www.middlesexwater.com under News & Market Data/Presentations and Interviews.

At the meeting, shareholders of the Company elected Directors Steven M. Klein, Amy B. Mansue and Walter G. Reinhard, Esq. , ratified the Audit Committee’s selection of Parente Beard LLC as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2013 and approved a non-binding advisory resolution approving the compensation of the Company’s named executive officers.

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.

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.

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(732) 638-7549
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