

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 21, 2014

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))
-

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

Middlesex Water Company held its Annual Meeting of Shareholders on Tuesday, May 20, 2014. The following directors were re-elected to the board: James F. Cosgrove, Jr. P.E., Vice President and Principal of Kleinfelder; John R. Middleton, M.D., engaged in private practice with ID Care; and Jeffries Shein, managing partner JGT Management Company, LLC. 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 8, 2014 proxy statement, are as follows:

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

Election of Directors

	<u>For</u>	<u>Withheld</u>
James F. Cosgrove	8,200,288	113,517
John R. Middleton, M.D.	8,172,860	140,945
Jeffries Shein	8,164,314	149,491

Description of Matters Submitted**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, 2014

	<u>For</u>	<u>Against</u>	<u>Abstain</u>
	13,486,614	141,901	84,810

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>
	7,402,627	586,482	324,696

Item 8.01 Other Events

On May 20, 2014, Middlesex Water Company held its 2014 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 2014 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 21, 2014, 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, 2014. A copy of the Company's press release dated May 21, 2014 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 20, 2014
- 99.2 Company press release dated May 21, 2014

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/A. Bruce O'Connor
A. Bruce O'Connor
Vice President, Treasurer and
Chief Financial Officer

Dated: May 21, 2014

WATER AND BEYOND

Welcome to the
Annual Meeting of Shareholders
May 20, 2014



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

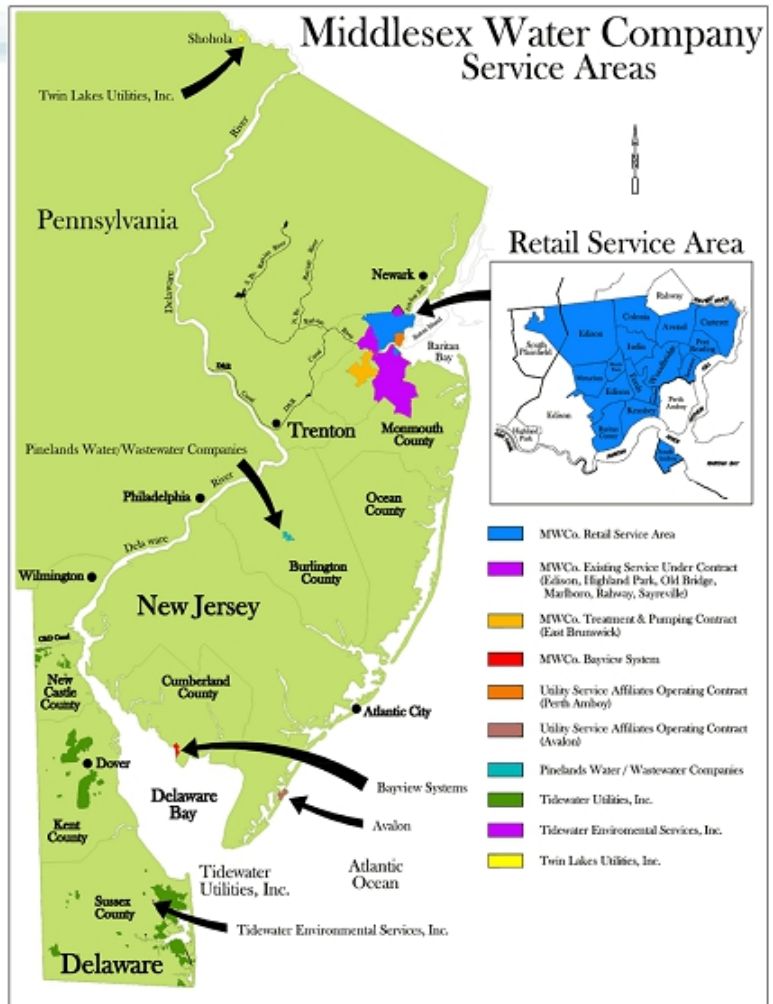


Company Overview

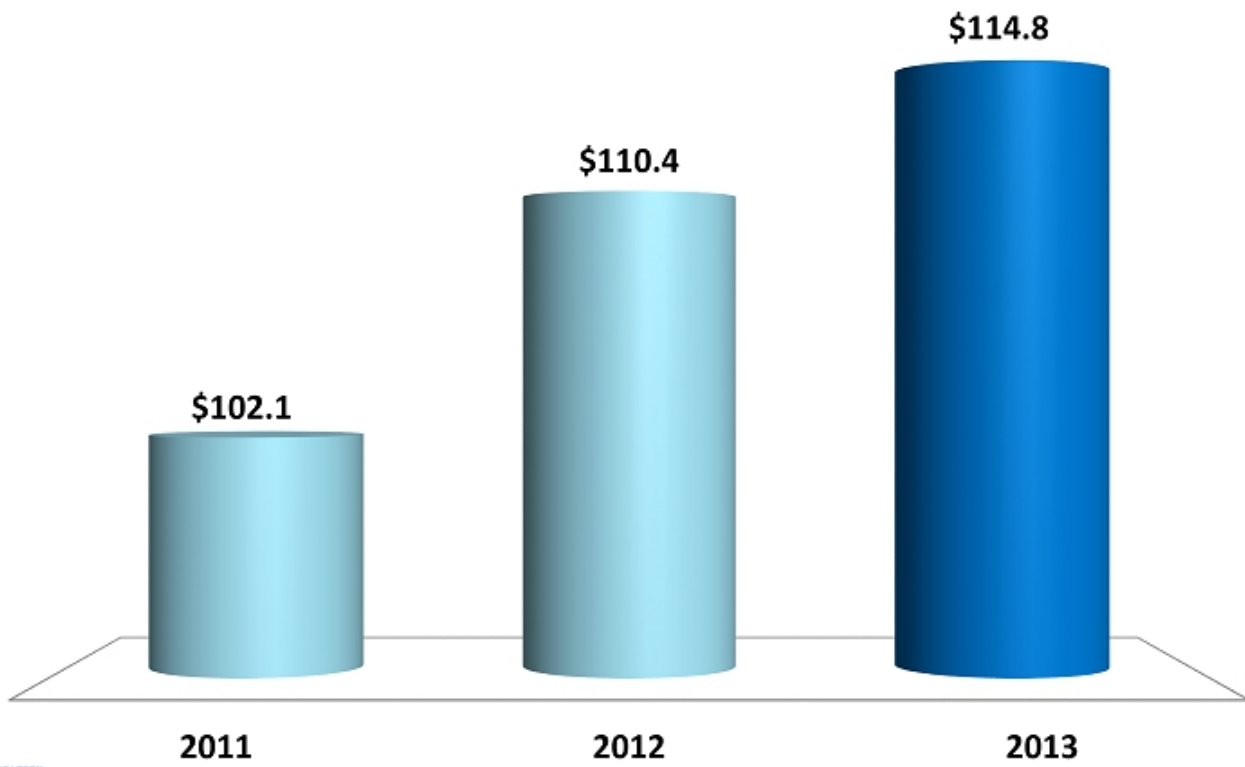
Incorporated:	1897
Market Cap: (\$millions):	\$320.8 Million
52-Week Range:	\$22.46 - \$19.05
Total Shares Outstanding:	16.0 Million
Dividend Yield:	3.75%
Dividend Rate/Share:	\$0.76
Number of Employees:	279
Institutional Ownership:	40%



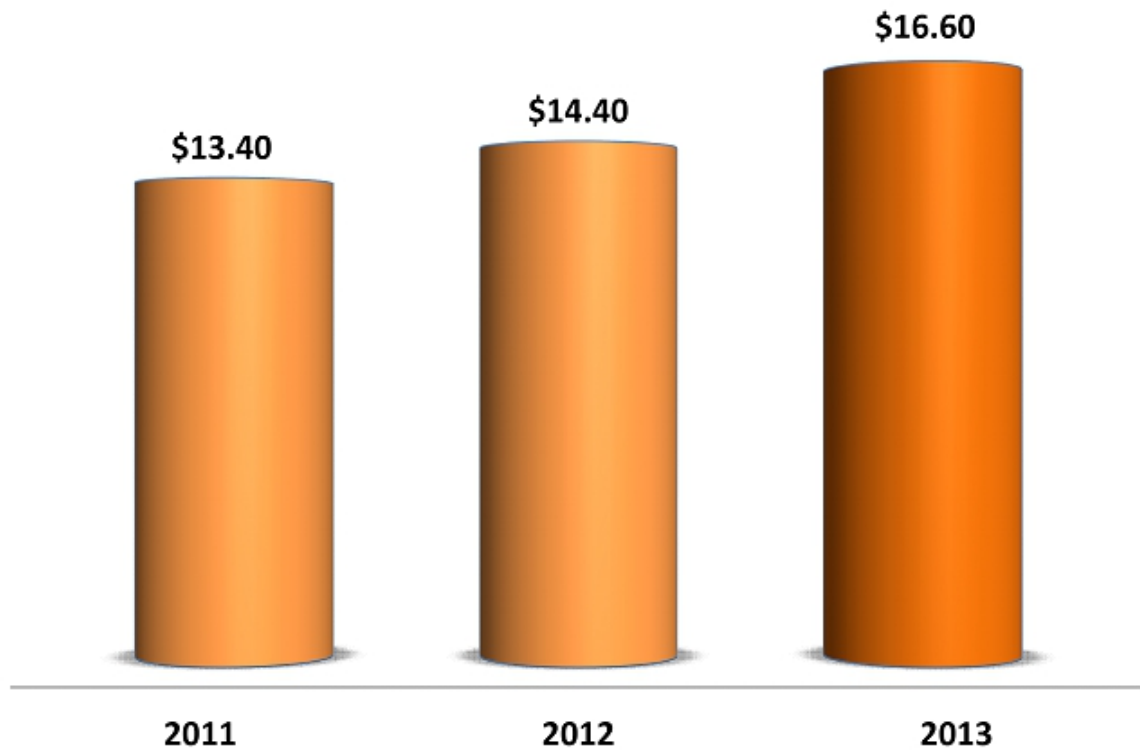
Middlesex Water owns and operates regulated water utility and wastewater systems in New Jersey, Delaware and Pennsylvania.



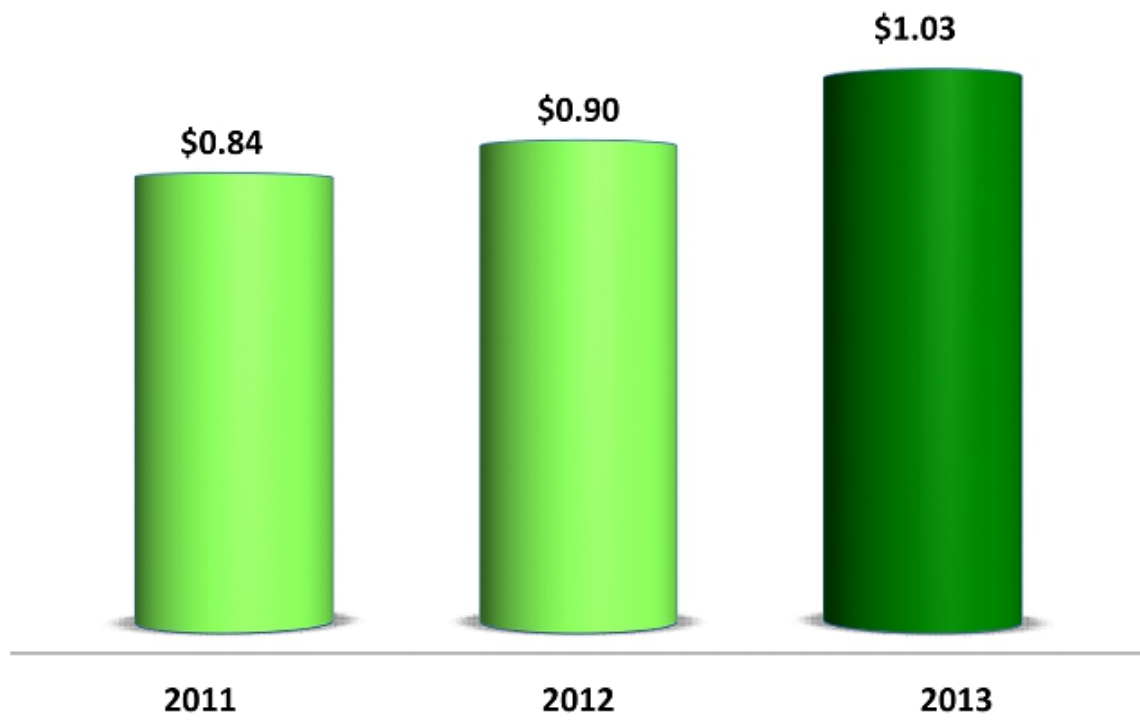
Revenues (\$Millions)



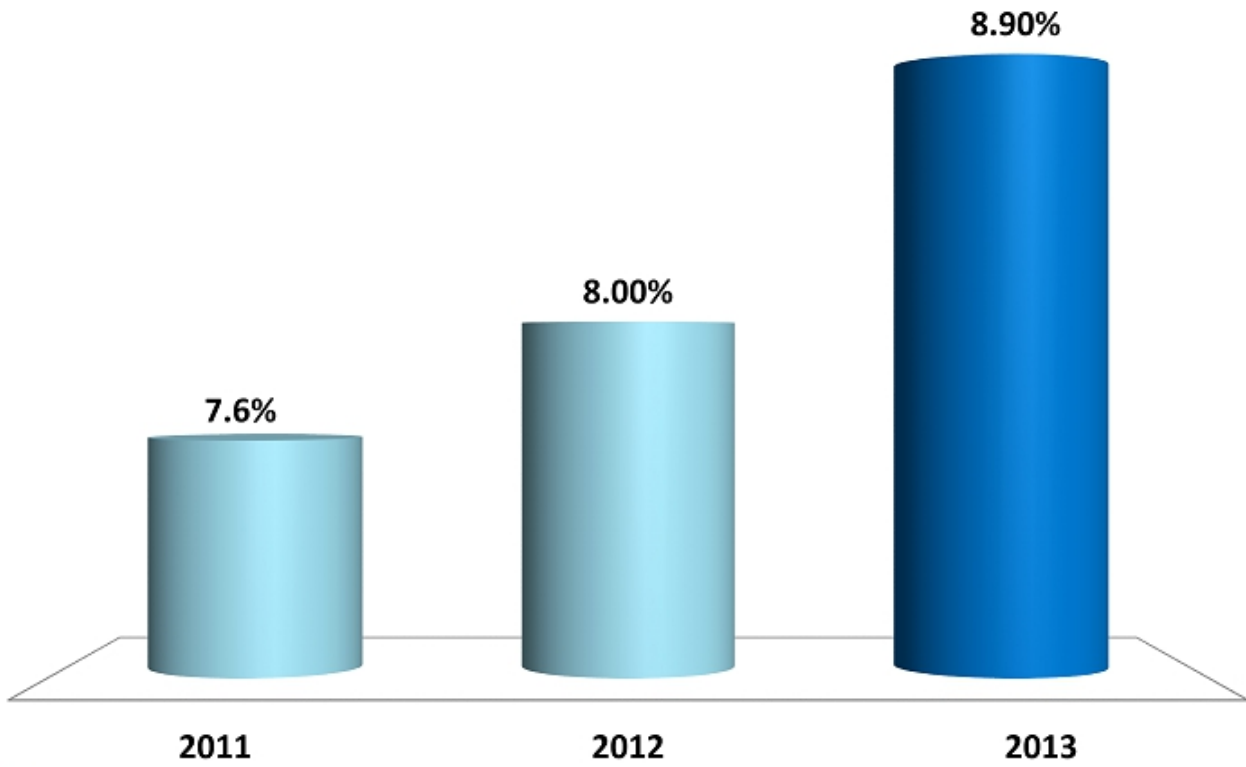
Net Income (\$Millions)



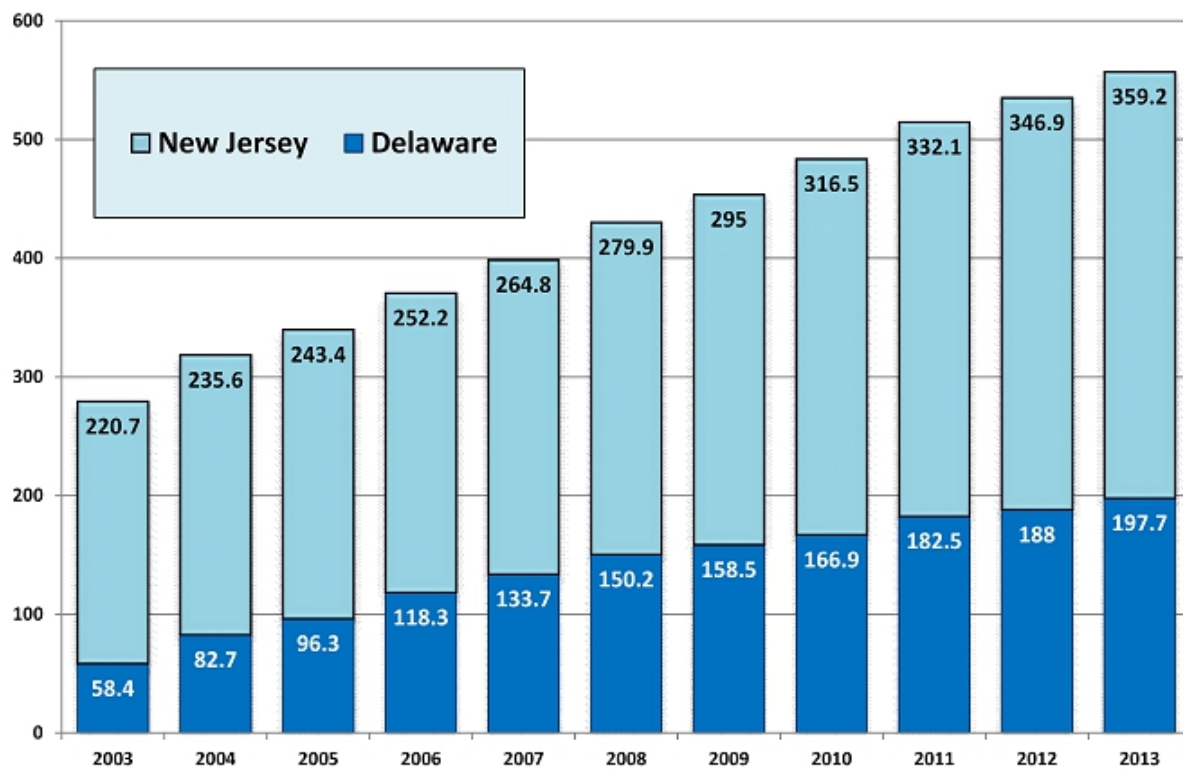
Earnings Per Share



Return on Equity



Utility Plant (\$Millions)




Efficiency Performance

(\$Millions)

	Year Ended December 31,		
	<u>2013</u>	<u>2012</u>	<u>2011</u>
Operating Revenues	\$114.8	\$110.4	\$102.1
O & M Expenses	\$ 60.7	\$ 60.5	\$ 56.6
O & M Efficiency Ratio	47.1%	45.2%	44.6%
Regulated Efficiency Ratio	50.6%	48.8%	47.8%






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)
(Favorable)/Unfavorable	\$ (1.1)	\$ 2.1





Performance – Changes (in \$Millions)

2014

Hess Corp.	\$ 2.6
Borough of Sayreville	\$ 3.0
Post-retirement Medical Plan	\$(2.6)
Interest Savings on Refinancing	\$(0.9)
Valuation Changes – All Benefit Plans	\$(2.6)
(Favorable)	\$(0.5)



Q1 Performance

(\$Millions except per share amounts)

First Quarter Ended March 31,

	<u>2014</u>	<u>2013</u>
Operating Revenues	\$27.2	\$27.0
O & M Expenses	\$15.4	\$15.4
Net Income	\$ 3.2	\$ 3.2
Diluted Earnings Per Share	\$ 0.20	\$ 0.20



Rate Activity



	<u>Amount</u>	<u>Filed</u>
-Middlesex	\$10.6 Million	November 8, 2013
-Tidewater	\$ 3.9 Million	November 25, 2013
		<u>Effective</u>
-Middlesex DSIC	\$0.3 Million	November 5, 2013
-Middlesex DSIC	\$0.3 Million	April 29, 2014
-Middlesex PWAC	\$0.1 Million	May 1, 2013
-Tidewater DSIC	\$0.1 Million	July 1, 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

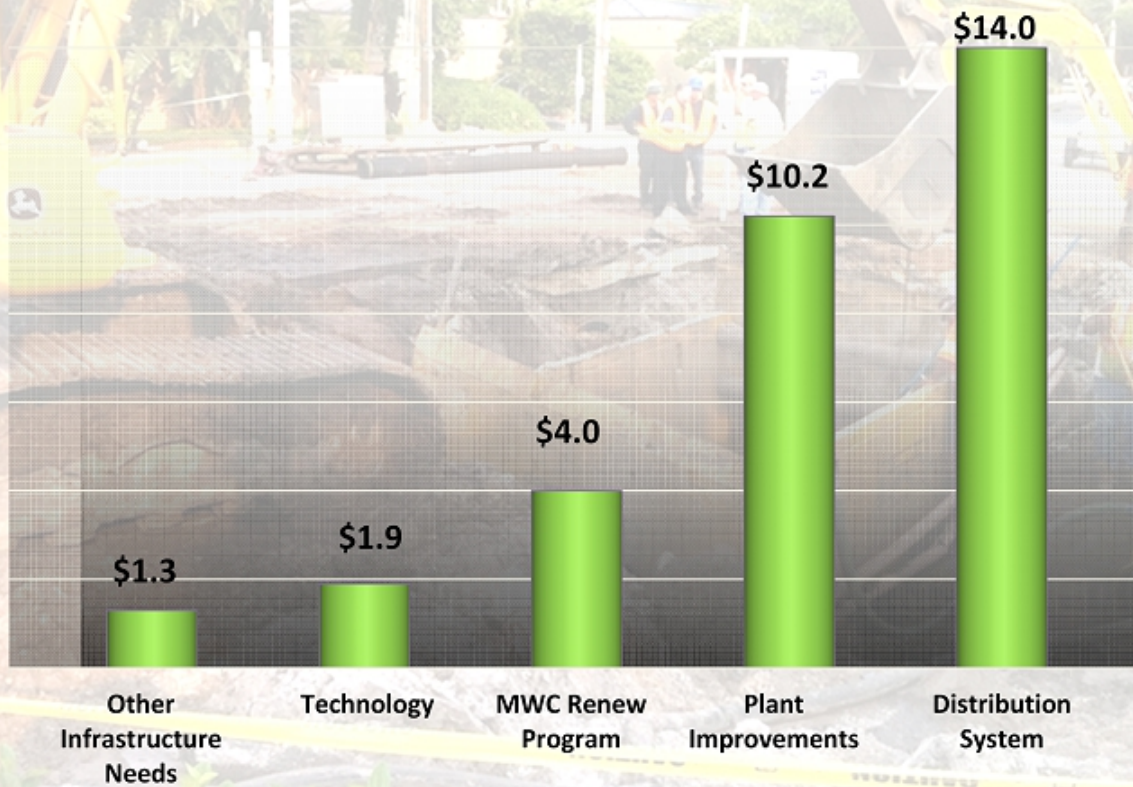
**DSIC Program in place since 2012.
June 2014 – 2nd Foundational Filing**

DELAWARE

DSIC Program in place since 2001.

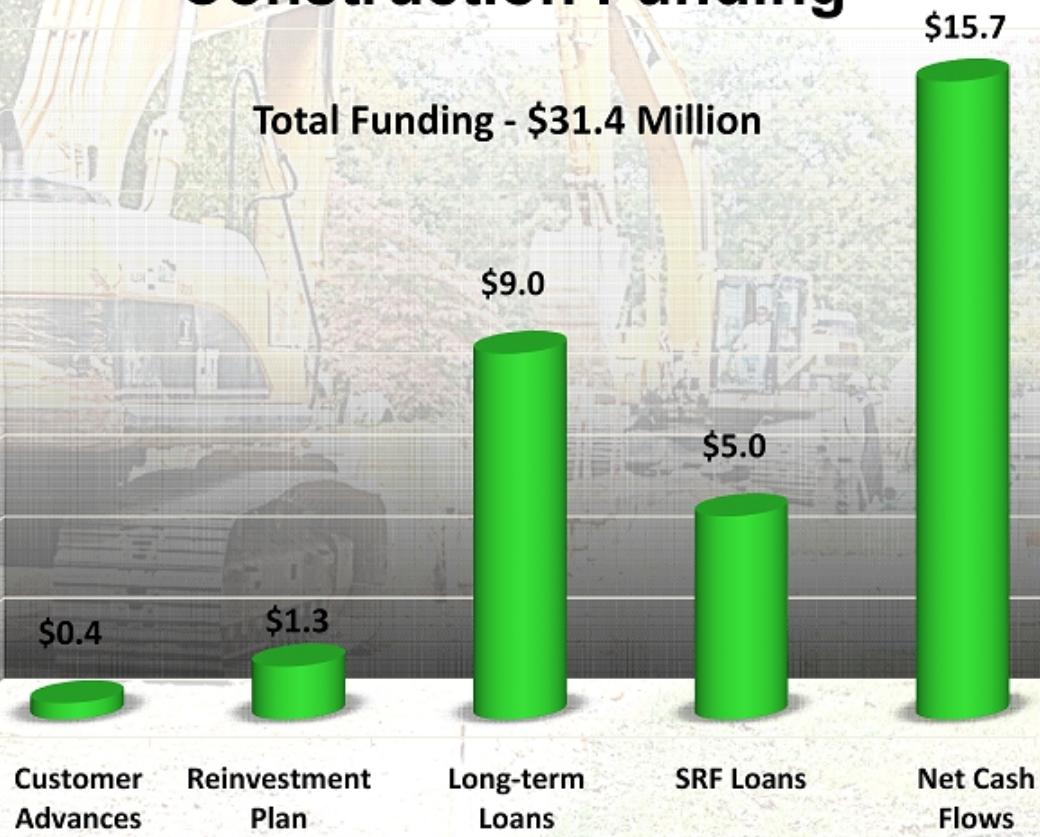


2014 Construction Program – \$31.4 Million



Construction Funding

Total Funding - \$31.4 Million



Long-Term Debt

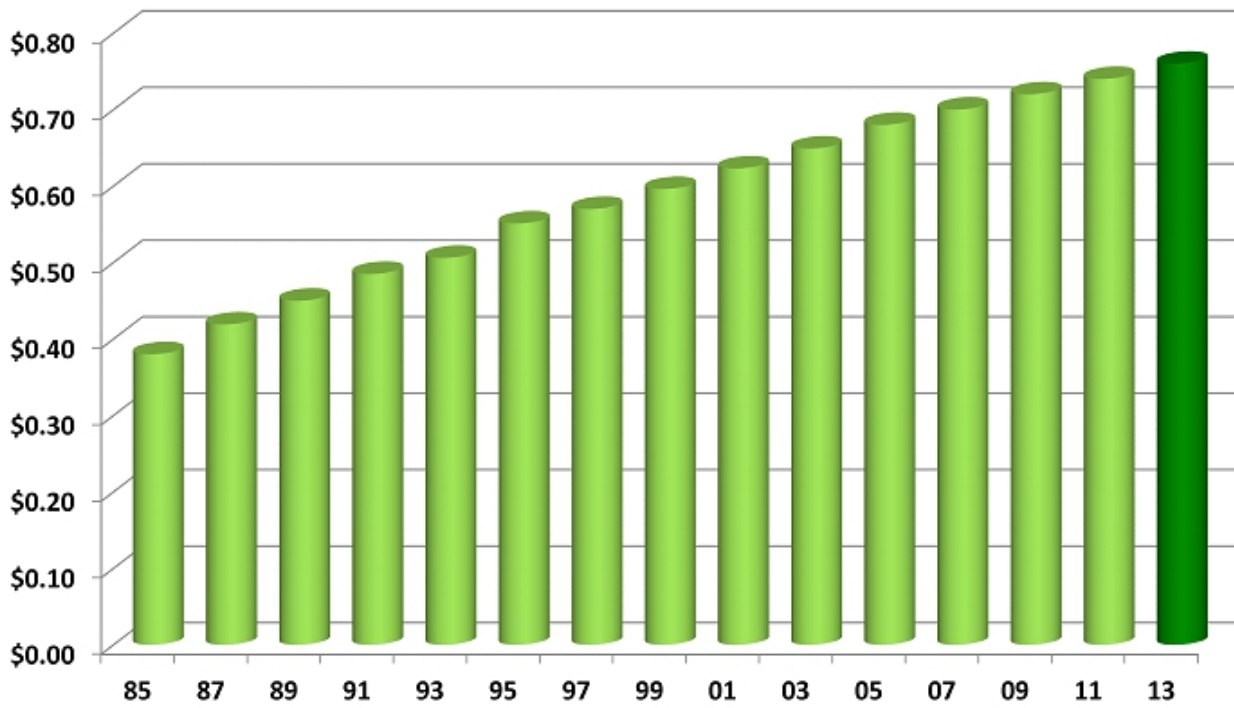


May 2014 - \$4.0 million through NJSRF Program for Middlesex RENEW Project

Effective interest rate - 1.0%

Q3 2014 Tidewater – Up to \$20.0 Million

DIVIDEND HISTORY



OPERATIONS



Highlights

- Crews Endure Worst Winter Ever
- RENEW
- Disinfection By-Products Regulation
- Delaware Operations Table Top Exercise
- E-Business Suite Technology Upgrade
- Server Room Expansion
- Canal Breach Response



**Service
reliability
never takes a
snow day!**



**We work to ensure
the protection of
public health, safety
and the
environment.**



**Main
Breaks
Wreck Havoc
in Freezing
Temps**



RENEW Program

- \$4 Million Investment in South Amboy in 2013
- \$3.8 Million Upgrade Planned in Woodbridge in 2014

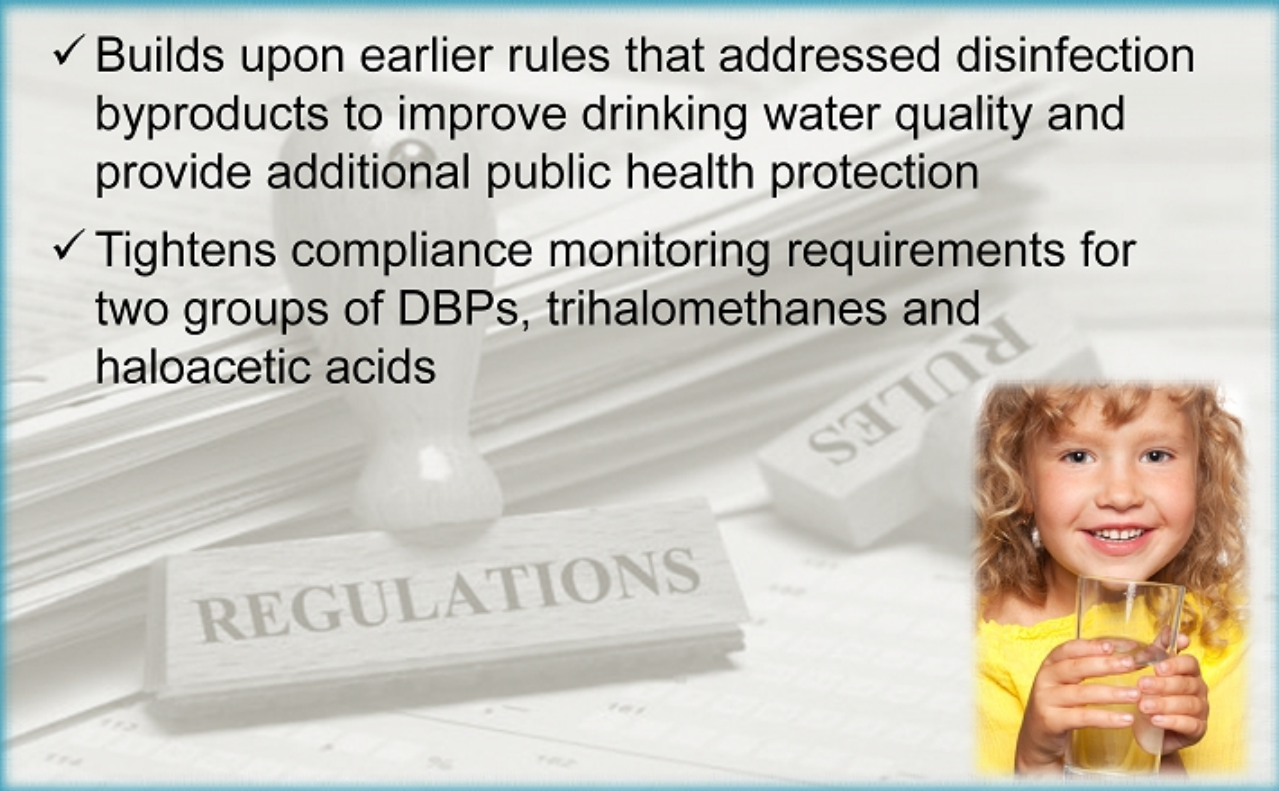
Maintaining Reliability Through Investments in Infrastructure



TIDEWATER
UTILITIES, INC.
A Middlesex Water Company Affiliate

Stage 2 Disinfection By-Products Rule

- ✓ Builds upon earlier rules that addressed disinfection byproducts to improve drinking water quality and provide additional public health protection
- ✓ Tightens compliance monitoring requirements for two groups of DBPs, trihalomethanes and haloacetic acids





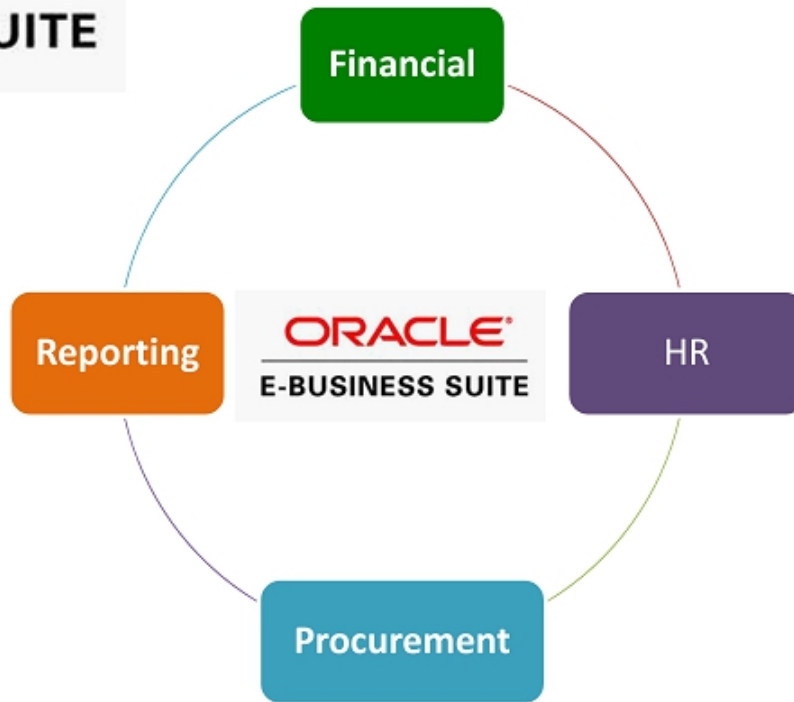
Delaware employees participate in a simulated crisis management tabletop exercise as reviewers take notes for follow up emergency response/action plans.



ORACLE®

**E-BUSINESS SUITE
UPGRADE**

Spring 2014



Data Center Upgrade

- Helps to ensure power resiliency to support critical business processes
- Data expansion capability to support future growth
- Security



Breach in the Delaware & Raritan Canal

The D & R Canal
serves as a
major water
source for
Middlesex Water
Company.

CAUTION
DISMOUNT AND WALK
BIKE ACROSS

Engineering Honors



American Water Works Association
New Jersey Section



G. Christian Andreasen
Director of Engineering
George Warren Fuller Honoree



AWWA is the oldest and largest educational and scientific association for drinking water professionals.



“Our growth strategy in 2013 leveraged the unique relationship between water, wastewater and energy.”



WATER AND BEYOND

Contract
Operations/Public
Private
Partnerships

Renewable
Energy/Industrial
Applications

Emergency Home
Repair Service
Plans

Military Base
Acquisitions

Regulated Water
and Wastewater
Acquisitions







**Biogas System at the Village of Ridgewood
Water Pollution Control Facility**

Liquid waste receiving station increases biogas production



Biogas Project Added at Middlesex Water Company

Posted on October 21, 2013 by Joanka Schroeder

A new biogas system designed to optimize the production of electricity completed in the Village of Ridgewood, New Jersey. Partners in the project include Middlesex Water Company (MWC) and American Systems Utilities (ASU). The biogas project will power the water pollution control plant (WPC) and reduce the water utility's utility costs.



"Our public-private partnership with ASU makes Ridgewood a national model for municipal wastewater treatment," says Mayor Paul Aronson. "Producing renewable energy provides environmental benefits, reduces cost while powering the local community. To be able to accomplish this while realizing environmental goals is something we can all take pride in."

Biogas, solar power N.J. wastewater treatment plant

Join Our Mailing List

Free Consultation
 Talk to us about your next biomass project. [Click Here](#)

FREE WEBINAR
 Biomass Energy System

Village of Ridgewood, New Jersey
 Utilities Receives Renewable Energy Project

On October 21, 2013, the Village of Ridgewood, New Jersey, announced a major renewable energy project. The project involves the installation of a biogas system at the Village's wastewater treatment plant. This system will generate renewable energy while reducing the plant's operational costs. The project is a public-private partnership between the Village and American Systems Utilities (ASU).

The biogas system will produce electricity and heat, which will be used to power the plant's operations. This will result in significant cost savings for the Village and a reduction in its carbon footprint. The project is expected to be completed by the end of the year.

gpo
 GOVERNMENT PROCUREMENT OPPORTUNITIES

Pipe Plug Rental... www.RentalPlugsOnline.com

Nice Reward, No Risk
 A New Jersey village gets a cost-saving renewable power system based on biogas and solar without making any capital investment.

The Village of Ridgewood (NJ) Water Pollution Control Facility is cutting its costs by adding biogas and solar power generation — that's nothing new. But earlier in the village of 26,000 did it without spending money. Instead, they entered an agreement with utility partner who provided the funds in exchange for sharing in project savings and returns.

"We wanted to do it with a small plant in a community that wanted to be green, use renewable energy, save money, and do something good for the surrounding community and the environment," said Dennis Sola, Middlesex Water Company CEO.

Waste To Energy: WWTW Powered 100% By Renewable Sources

The Village of Ridgewood, New Jersey, has achieved a significant milestone in its commitment to sustainable energy. The village's wastewater treatment plant is now powered 100% by renewable energy sources, including biogas and solar. This achievement is a result of a public-private partnership with American Systems Utilities (ASU).

The biogas system generates electricity and heat, which is used to power the plant's operations. This results in significant cost savings and a reduction in the village's carbon footprint. The solar system also contributes to the village's renewable energy goals.

This project is a model for other municipalities looking to reduce their energy costs and improve their environmental performance. It demonstrates the power of public-private partnerships in achieving sustainable energy goals.

Groundbreaking for Construction of Monmouth County Leachate Pre-Treatment Facility

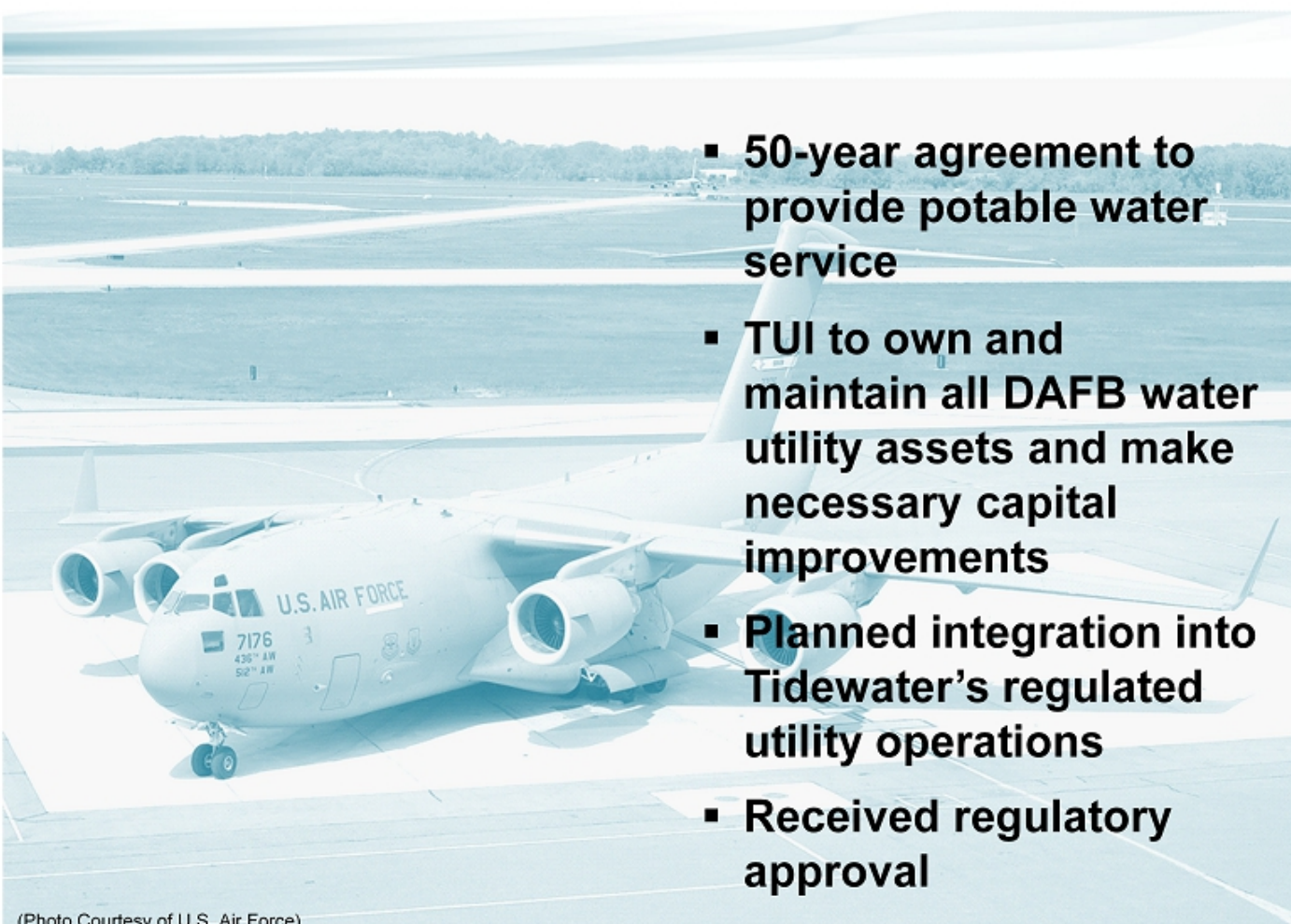


Agreement to design, construct and operate a leachate pre-treatment facility at the Monmouth County Reclamation Center in Tinton Falls, NJ.

Agreement with U.S. Department of Defense for Privatization of Water System of Dover Air Force Base



(Photo Courtesy of U.S. Air Force)

- 
- **50-year agreement to provide potable water service**
 - **TUI to own and maintain all DAFB water utility assets and make necessary capital improvements**
 - **Planned integration into Tidewater's regulated utility operations**
 - **Received regulatory approval**

(Photo Courtesy of U.S. Air Force)



Dover Air Force Base executes hundreds of missions and provides 25% of the Nation's strategic airlift capability, projecting global reach to over 100 countries in the world.

Photo Courtesy of U.S. Air Force





Wastewater System Acquisition



In October 2013, TESI closed on the DEPSC approved purchase of the wastewater utility assets of the Plantations Development in Delaware.

Industry Observes World Water Day 2014 at NASDAQ



Outreach & Education



Strong Community Participation



Honors & Awards



Best Tasting Water in Delaware



Management Transition



Kenneth J. Quinn



Jay L. Kooper

Strategy For Growth & Success

- **Build and maintain trust in all of our internal and external interactions**
- **Facilitate quality of life and economic stability and growth for current and future customers by providing a comprehensive suite of sustainable water and wastewater solutions**
- **Actively pursue sensible growth opportunities to the benefit of both customers and shareholders**
- **Innovate within the scope of our core technical competencies while also partnering with those who complement our values and skills, to participate in new markets and enhance service to customers**



Questions?

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



NASDAQ:MSEX



**SHAREHOLDERS GATHER FOR
MIDDLESEX WATER COMPANY
ANNUAL MEETING**

ISELIN, NJ, (May 21, 2014) Efficiency performance, prudent infrastructure investments and the growing focus on the relationship between water, wastewater and energy were among the topics discussed by officers at Middlesex Water Company's Annual Meeting of Shareholders held at its corporate headquarters on Tuesday, May 20, 2014. 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 James F. Cosgrove, Jr., P.E., John R. Middleton, M.D. and Jeffries Shein; 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, 2014 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.

Contact:

Bernadette Sohler, Vice President – Corporate Affairs

Middlesex Water Company

1500 Ronson Road

Iselin, New Jersey 08830

(732) 638-7549

www.middlesexwater.com