

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, 2019

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.)

485C ROUTE 1 SOUTH, SUITE 400, 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 (17CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act (17 CFR 230.405) or Rule 12b-2 of the Exchange Act (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading symbol(s)	Name of each exchange on which registered
Common Stock	MSEX	NASDAQ

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

Middlesex Water Company (the "Company") held its Annual Meeting of Shareholders on Tuesday, May 21, 2019. Shareholders voted to reelect continuing directors Steven M. Klein, Amy B. Mansue and Walter G. Reinhard (Class II), each to serve a term of office of three years. Class I Director, Ann L. Noble, was elected to a 2-year term. At the Annual Meeting, the Company's shareholders voted on the following proposals set forth in the Company's Definitive Proxy Statement on Schedule 14A, (2019 Proxy Statement) which was filed with the Securities and Exchange Commission on April 11, 2019 and mailed to shareholders.

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

- 1) A proposal to elect four nominees to the Board -- Directors Steven M. Klein, Amy B. Mansue and Walter G. Reinhard serving terms that expire at the 2022 Annual Meeting of Shareholders. Ann Noble to serve a term expiring at the 2021 Annual Meeting of Shareholders. Each Director was elected and received the following votes:

<u>Director</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Steven M. Klein	10,032,039	366,179	4,128,021
Amy B. Mansue	10,111,462	286,756	4,128,021
Ann L. Noble	10,296,875	101,343	4,128,021
Walter G. Reinhard	10,023,243	374,975	4,128,021

Proposal No. 2**Description of Matters Submitted**

- 2) A proposal to approve a non-binding advisory resolution approving the compensation of the Company's named executive officers as disclosed in the 2019 Proxy Statement. The proposal was approved and received the following votes:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
9,791,557	515,229	91,432	4,128,021

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

- 3) A proposal to ratify the appointment by the Audit Committee of Baker Tilly Virchow Krause, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2019.

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
14,308,966	131,252	86,021	0

Item 8.01 Other Events

2019 Annual Meeting of Shareholders

On May 21, 2019, Middlesex Water Company held its 2019 Annual Meeting of Shareholders at The Renaissance Hotel in Iselin, New Jersey. Announcement of voting results at which shareholders elected three Class II Directors and one Class I Director; approved, by a non-binding advisory vote, the compensation of the Company's named executive officers and ratified the Audit Committee's appointment of Baker Tilly Virchow Krause LLP as the independent registered public accounting firm for 2019 is described above.

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

Press Release

On May 22, 2019, the Company issued a press release describing the voting results of shareholders at the Annual Meeting held May 21, 2019. A copy of the Company's press release dated May 22, 2019 is filed herewith as Exhibit 99.2 and is hereby incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

<u>Exhibit</u>	<u>Description of Document</u>
99.1	Company officers' slide show presentation at the Annual Meeting of Shareholders held May 21, 2019
99.2	Company press release announcing Annual Meeting voting results dated May 22, 2019.

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
Sr. Vice President, Treasurer and
Chief Financial Officer

Dated: May 22, 2019

Welcome to Our 2019 Annual Meeting of Shareholders



FORWARD LOOKING STATEMENT

As an introduction to the information we will be discussing, please be aware that some of our comments can be considered forward-looking statements as defined by the federal securities laws and as outlined in the Company's SEC filings. As such, any forward-looking statements are based on currently available information and management's assumptions, expectations and estimates; however, actual results may vary significantly. Risk factors that could cause actual results to vary from expectations are described in the Company's filings with the SEC. These factors are also available in our most recent earnings release which can be viewed on our website at www.middlesexwater.com or in our Annual Report.

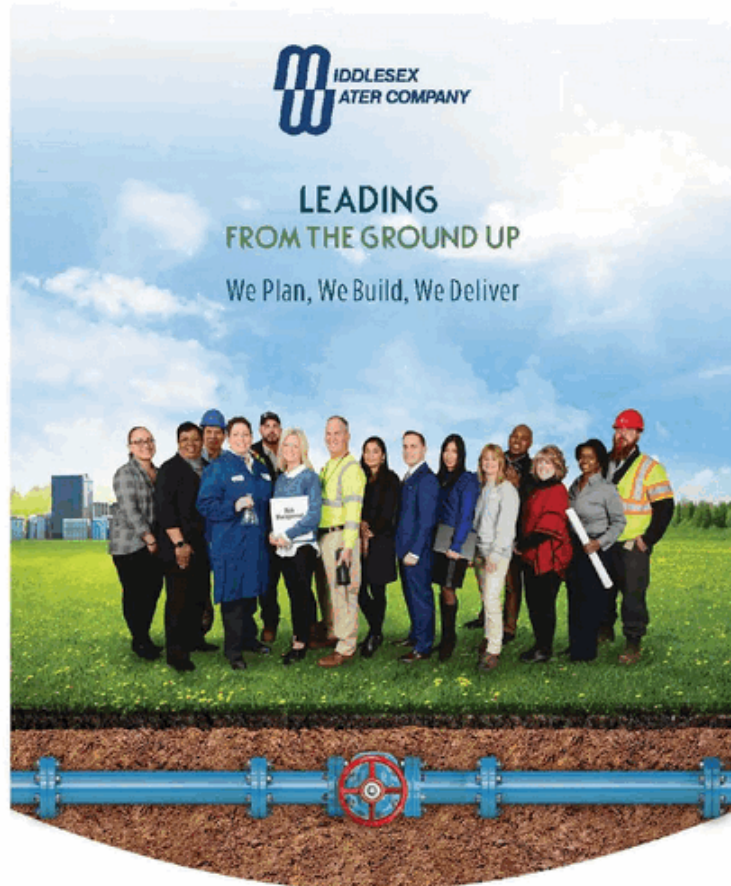
PASSIONATE

About the Mission

"Delivering on our mission requires a solid strategy, talented employees and a keen focus on executing the plan."



Dennis W. Doll
Chairman



2018 Annual Report





Dividend Yield: 1.66%
Annual Dividend:\$0.96



Market Cap
\$1.001Billion



52
Week
Range
\$40.08-
\$63.68



Incorporated 1897

NEW HEADQUARTERS

- Relocated offices to nearby office complex

New Address:

**485C Route One South
Suite 400
Iselin, NJ**

- JRT complex, constructed in 1984, under renovations to meet changing business needs



OUR SERVICES



**Water Production,
Treatment &
Distribution**



**Full Service Municipal
Contract Operations**



**Design/Build/Own
Operate System
Assets**



**Water & Wastewater
System Maintenance**



**Public Private
Partnerships**

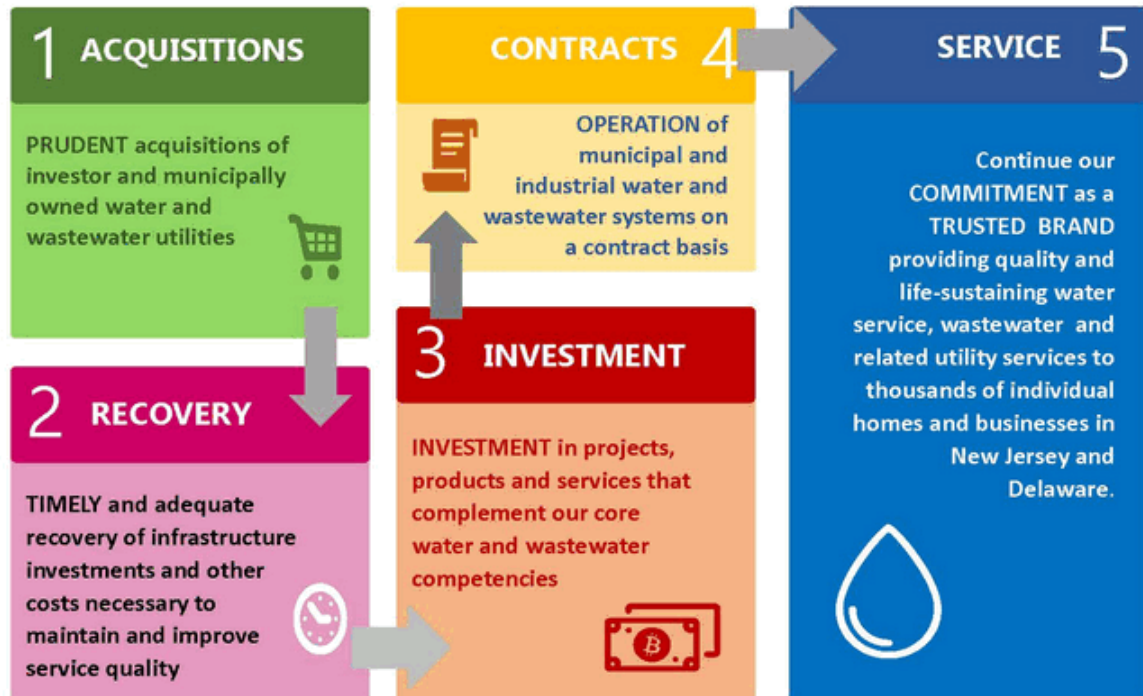


**Wastewater Collection
& Treatment**



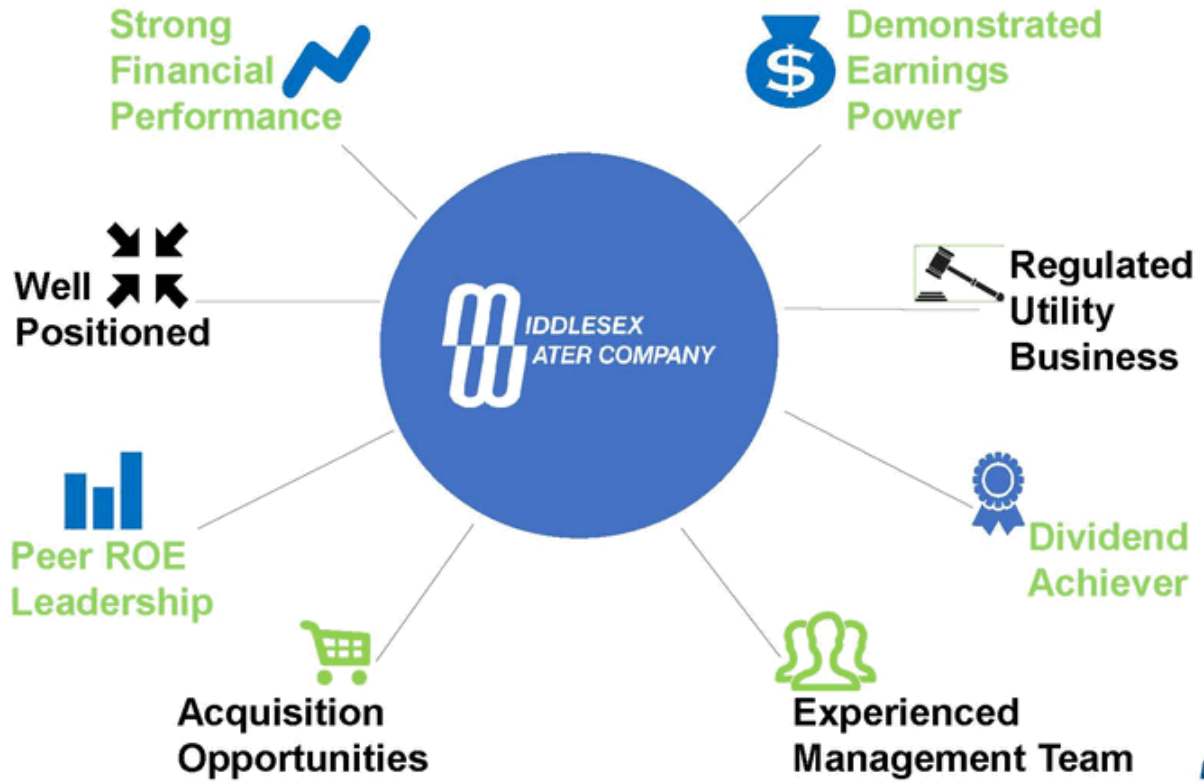
Water & Sewer Line Maintenance (Third Party)

Our Strategy For Profitability and Growth



THE MWC ADVANTAGE

Stable, well run NJ, DE and PA utility with a regulated and non-regulated revenue base



Our Strong Culture

RESPECT

INTEGRITY

GROWTH

HONESTY

TEAMWORK

OUR VALUES



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



OUR WORKFORCE

Employees: 330

Training Hours: 3,800

New Personnel: 59

**Professional Operating
Licenses:**

NJ: 90

DE: 33

We provide a work environment that encourages employee engagement, accountability and personal and professional development.

ENGAGING OUR CUSTOMERS



Water Quality Reports



Social Media Updates



Water Saving Ideas



Boil Water Recommendations
& Traffic Advisories



GIVING BACK TO OUR COMMUNITIES

"We make a living by what we get, but we make a life by what we give."
Winston Churchill



FUTURE CITY

Science, Technology,
Engineering & Math
(STEM) Events



CAREER FAIRS

Job Expos, Career Days,
Classroom Visits and
Business Discovery Days



VOLUNTEER PROJECTS

Home Build Projects, Food and
Toy Drives, Participation on
Local & Industry Boards



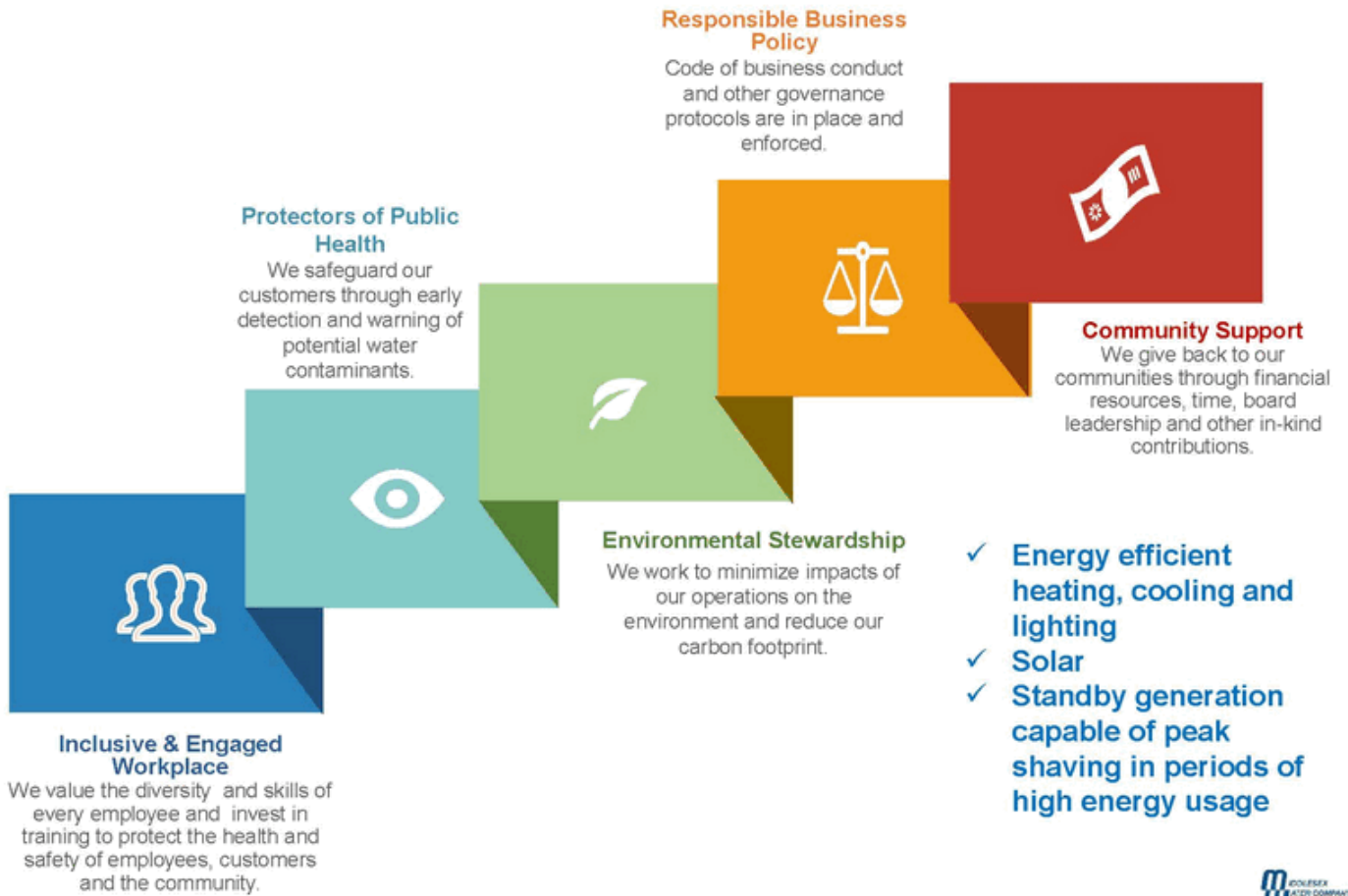
COMMUNITY EVENTS

Big Wheels Day, Bowl for
Hunger, Charity Golf Outing,
Corporate Support, Bottled
Water

We believe our efforts help build stronger communities and promote interest in water careers and wise water use, the environment, education and leadership development, health and wellness, and economic development.



Environment, Social & Governance (ESG)



BOARD OF DIRECTORS



James F. Cosgrove Jr., P.E.
Vice President and
Principal of Kleinfelder



Amy B. Mansue
Executive Vice
President and Chief
Experience Officer, RWJ
Barnabas Health



Kim C. Hanemann -
Senior Vice President –
Electric Transmission
and Distribution of
PSE&G Company



Dennis W. Doll
Chairman of the Board,
Middlesex Water Company
Chairman, Water Research
Foundation



Walter G. Reinhard
(Retired) Former
Partner & Counsel
Norris McLaughlin, P.A.



Steven M. Klein, CPA.
President Financial
Consultant & Chief
Executive Officer of
Northfield Bancorp,
Inc.



Ann L. Noble - Financial
Consultant in areas of
Strategic Planning and
Financial Management



Jeffries Shein
Managing Partner, JGT
Management Company,
LLC

SUCCESSION PLANNING



**G. Chris
Andreasen**

Assistant Vice President –
Enterprise Engineering



**Georgia
Simpson**

Assistant Vice President –
Information Technology



**Robert
Fullagar**

Assistant Vice President –
Operations

EXPERIENCED EXECUTIVE TEAM



IN THANKS AND RECOGNITION



Gerard L. Esposito

Jerry Esposito retired as President of Tidewater Utilities on January 1, 2019.



Bruce O'Connor named President of Tidewater.

Bruce O'Connor

Senior Vice President, Chief Financial Officer and Treasurer

OUR PROFILE OF PERFORMANCE

- 
- A horizontal splash of water with droplets and bubbles, set against a blue sky with light clouds. The water is in the foreground, and the sky is in the background.
- ✓ **Objective Regulatory Environment**
 - ✓ **Stable Residential Customer Base**
 - ✓ **Strong Financial and Balance Sheet**
 - ✓ **Corporate Credit Rating “A” Stable**
 - ✓ **Established Reputation for Technical & Operational Excellence**
 - ✓ **46 Years of Consecutive Dividend Increases**
 - ✓ **Driving Shareholder Value through Investments in Regulated Utility Infrastructure**
-

5.6%



\$138.1 million

Operating Revenues

42.3%



\$32.5 million

Net Income

42%



\$1.96

Earnings Per Share

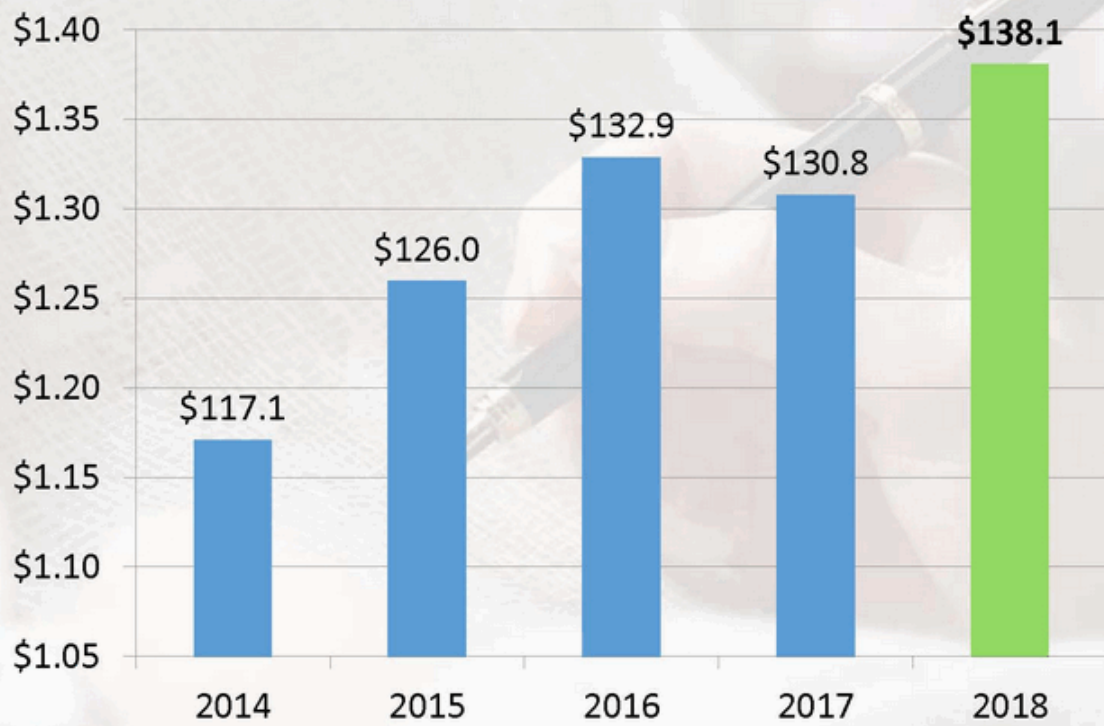
2018

FINANCIAL

HIGHLIGHTS

REVENUES

(\$Millions)



TOTAL REVENUES

REGULATED AND NON-REGULATED

- We own and operate regulated water and wastewater utility systems in New Jersey and Delaware.
- We operate water and wastewater utility systems under contract for municipal and private clients.

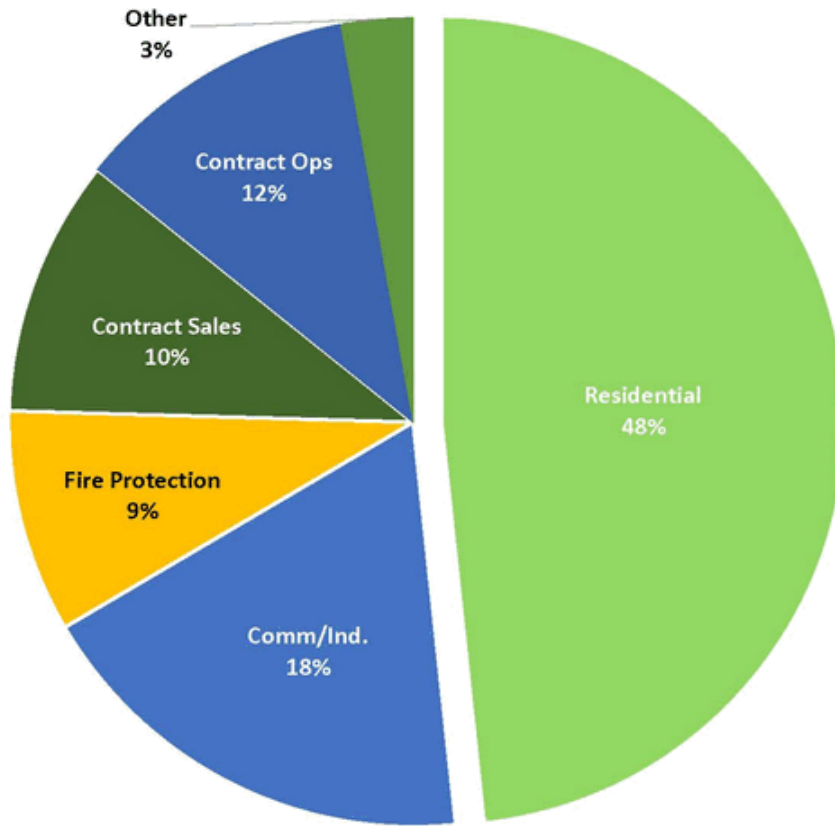


Regulated 88%



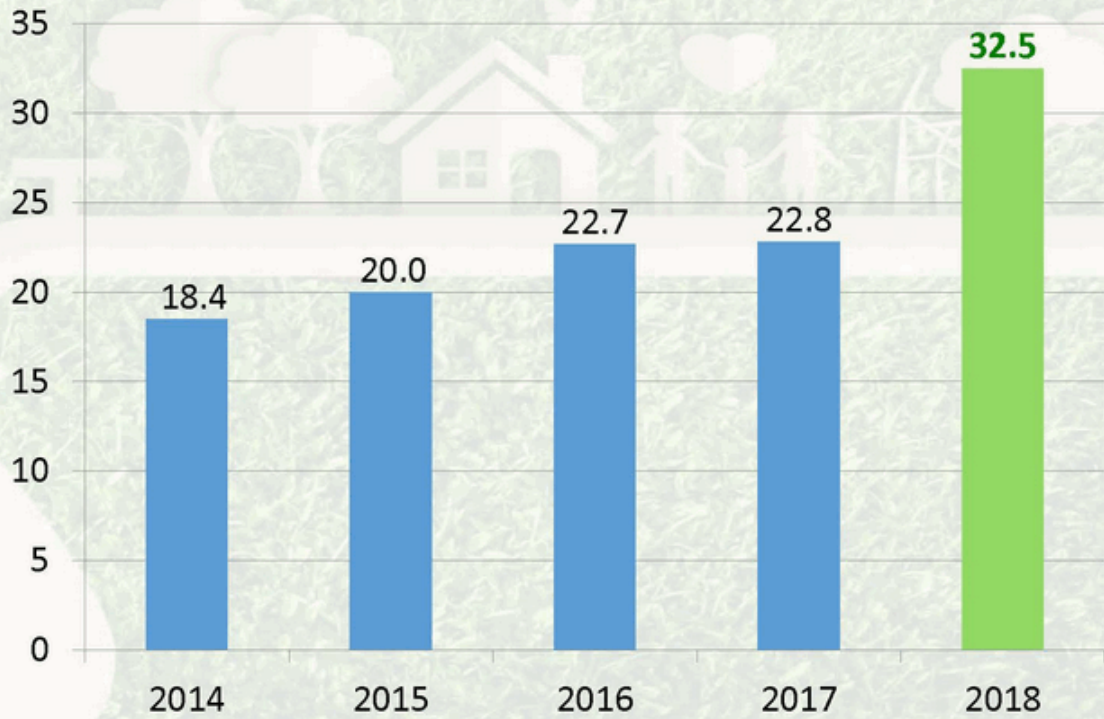
Non Regulated 12%

REVENUE SOURCES

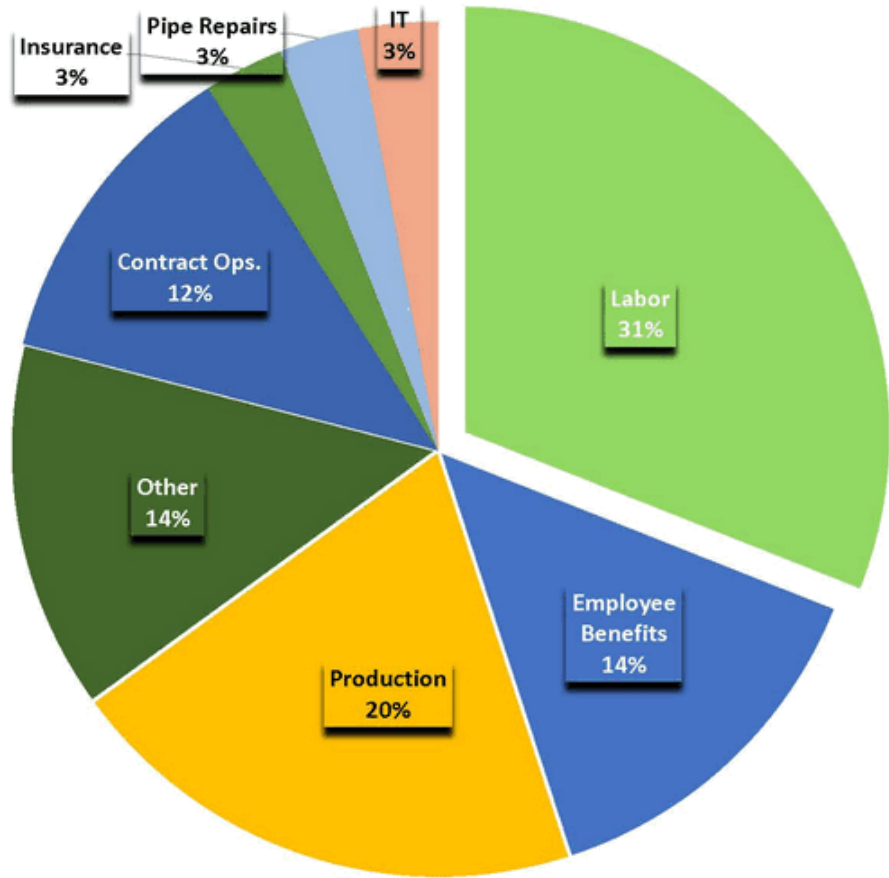


NET INCOME

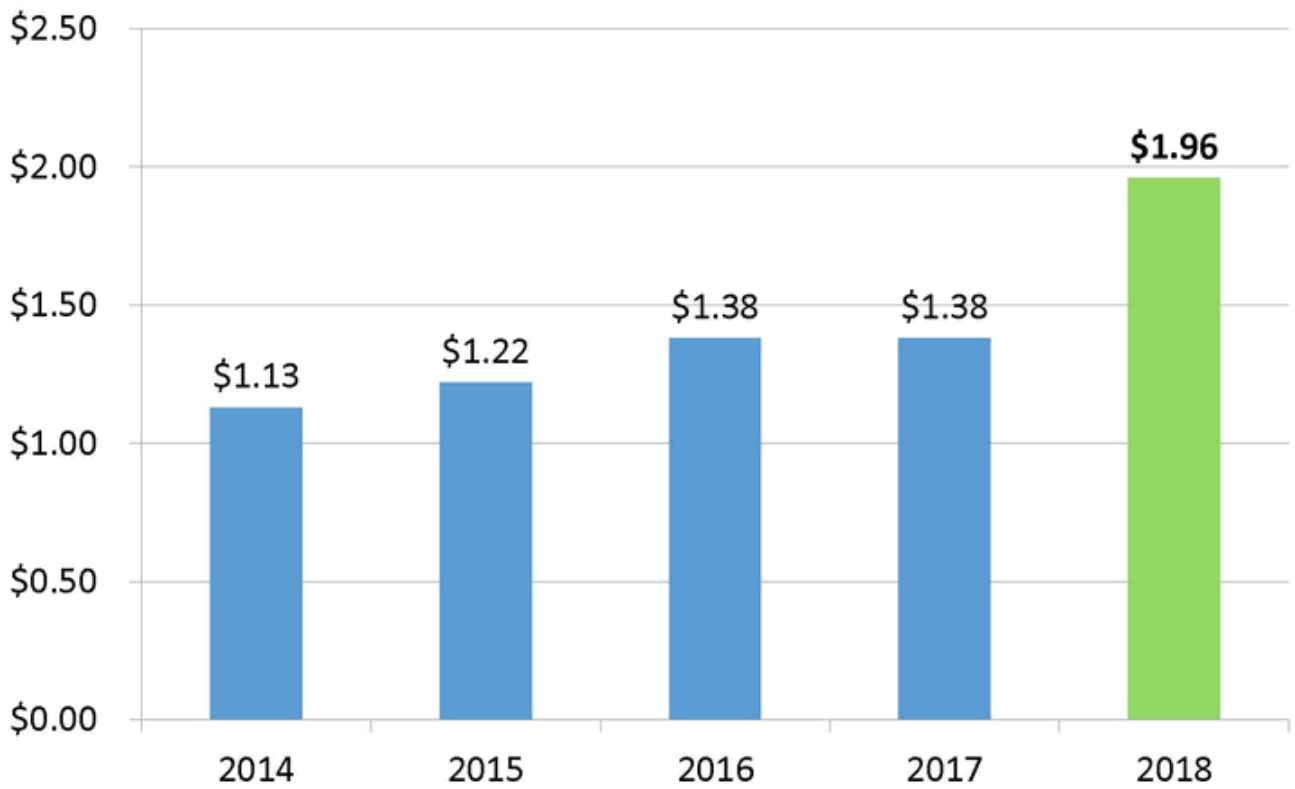
(\$Millions)



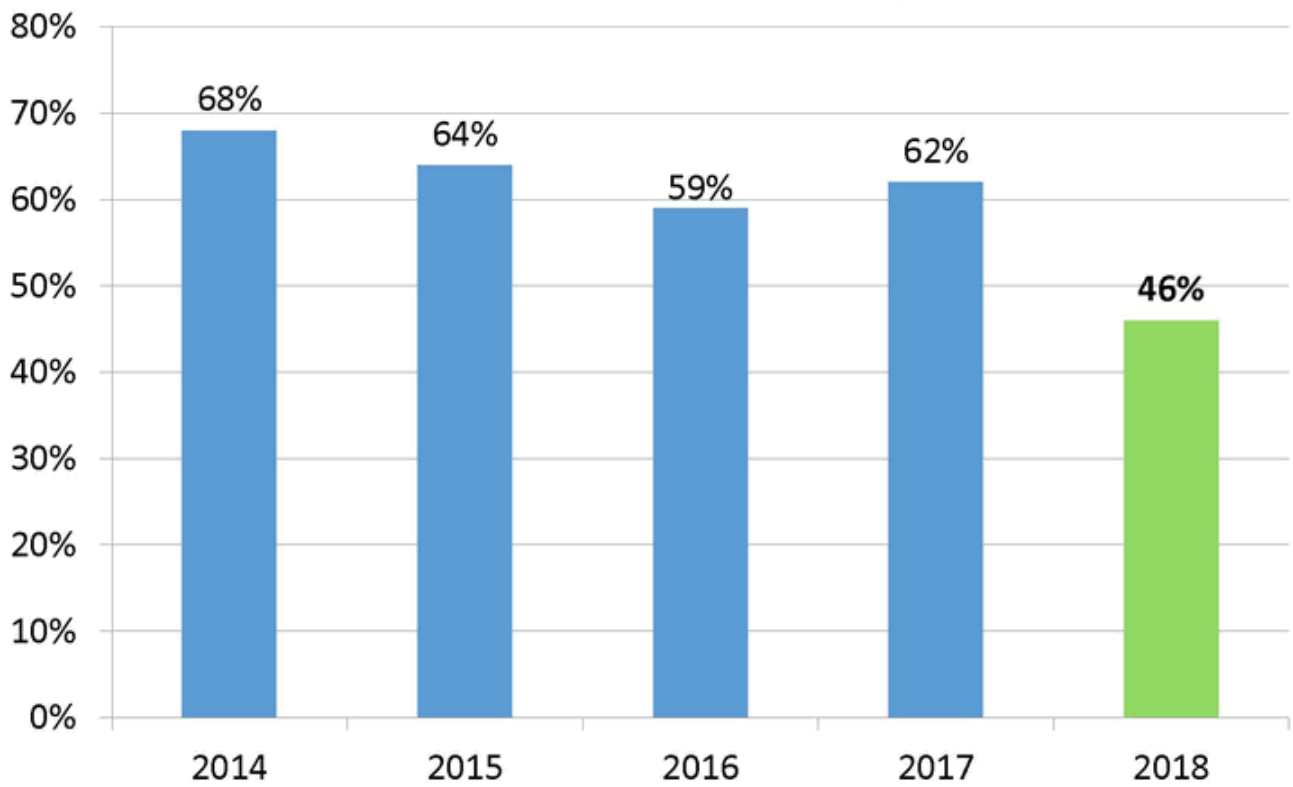
2018 O & M EXPENSE



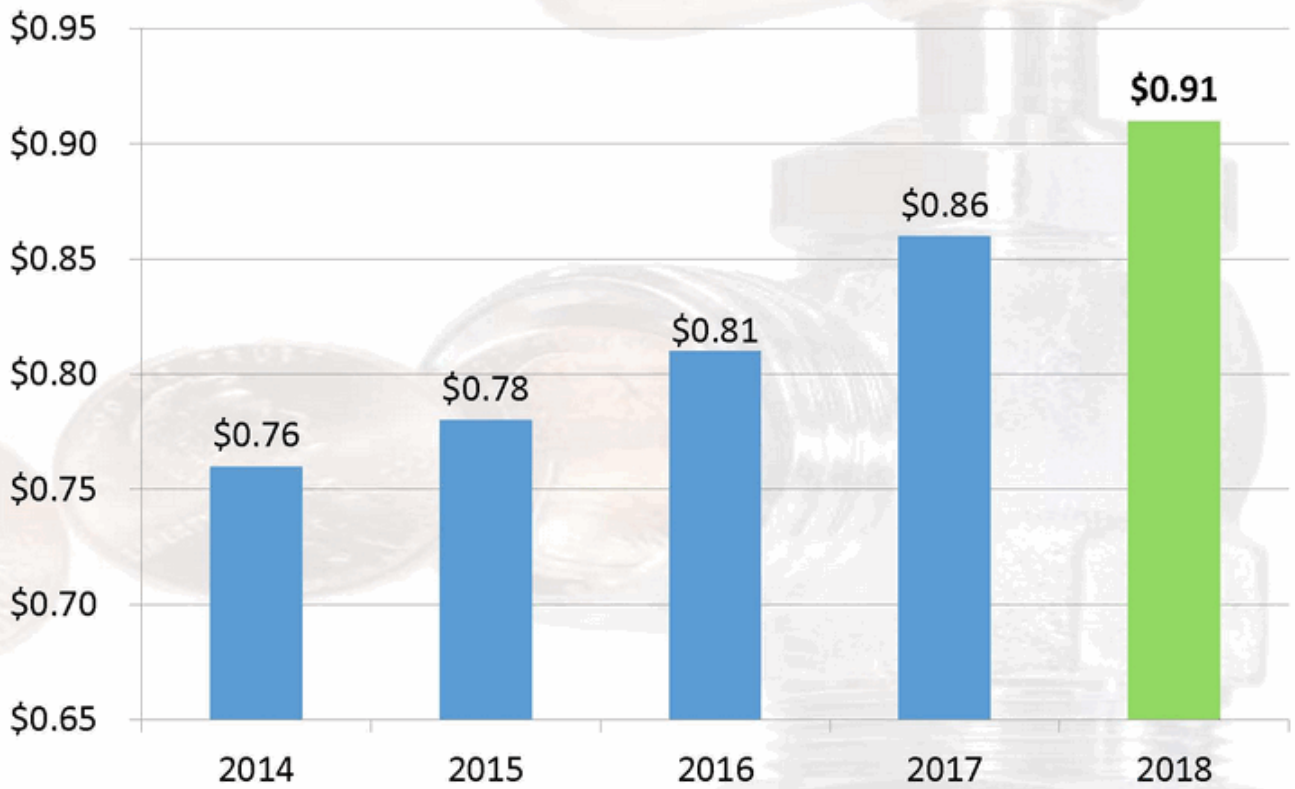
EARNINGS PER SHARE



DIVIDEND PAYOUT RATIO



DIVIDENDS PAID



Discount Currently in Effect!



5%

5% Discount to participants in the Company's Investment Plan.

Good until 200,000 shares are purchased or December 30, 2019, whichever occurs first.

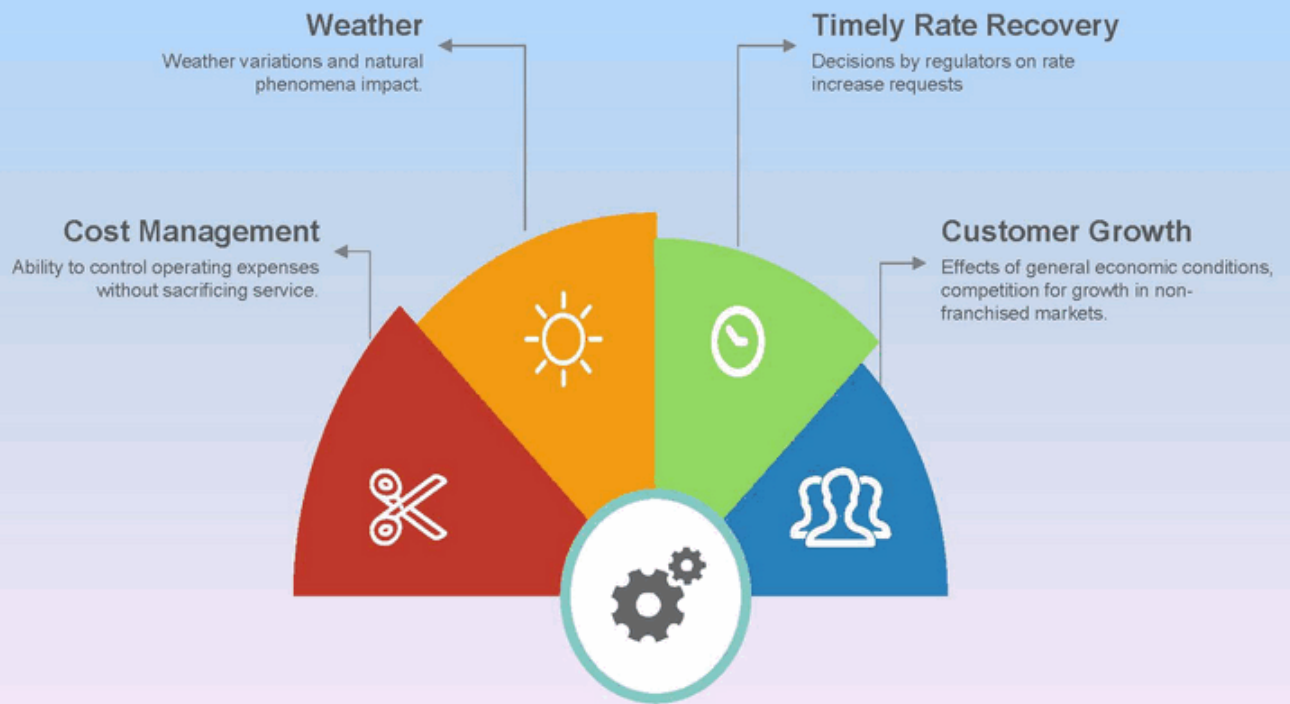
FIRST QUARTER 2019 RESULTS

(In Millions)

	Operating Revenues	O & M Expenses	Net Income	Diluted Earnings Per Share
2019	\$30.7	\$23.7	\$6.6	\$0.39
2018	\$31.2	\$24.8	\$4.5	\$0.27



FACTORS AFFECTING EARNINGS

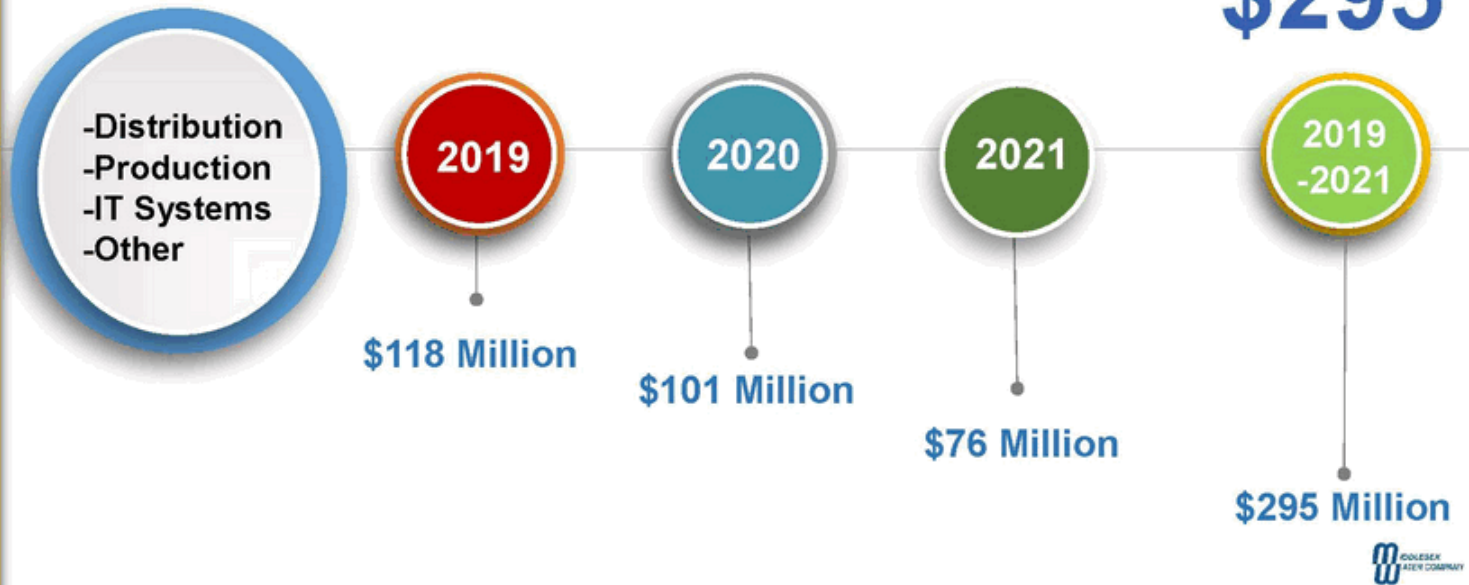


RATE MATTERS

Company	Effective Date	Annual Revenues
Middlesex (Base Rates)	April 1, 2018	\$5.5 Million
Middlesex (PWAC)	January 1, 2019	\$0.1 Million
Tidewater (DSIC)	January 1, 2019	\$0.2 Million
Tidewater (Rate Reduction)	March 1, 2019	\$(1.0) Million

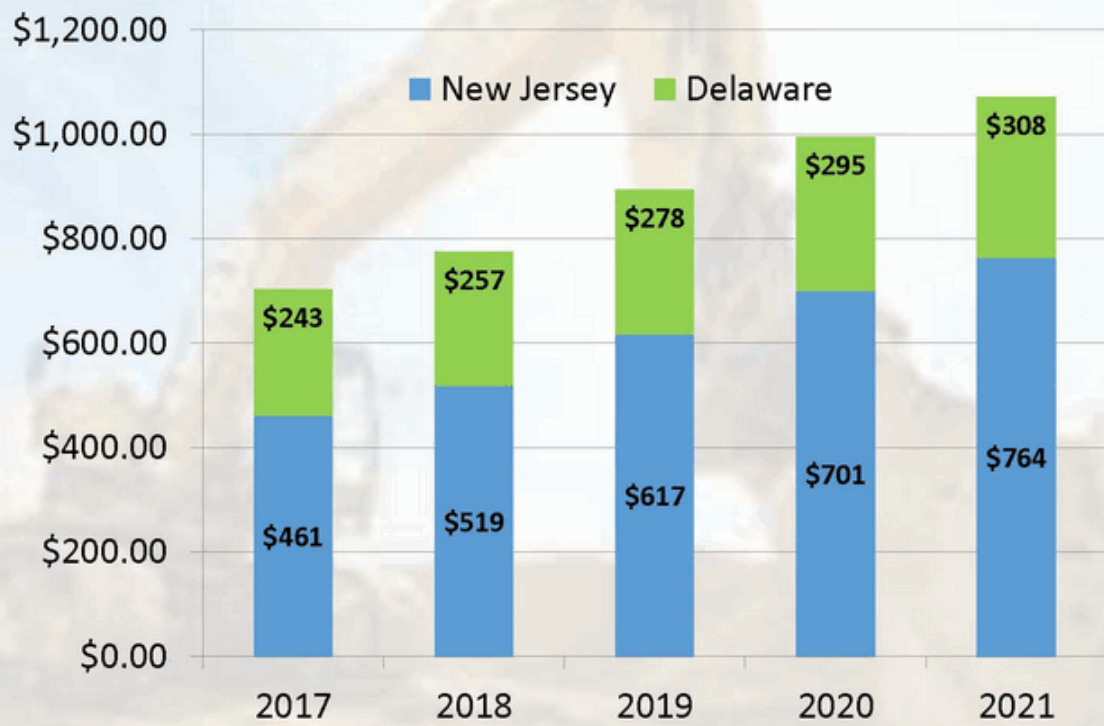
CAPITAL EXPENDITURES OUTLOOK

- Large & small mains, service lines and hydrants
- New & upgraded water & wastewater treatment plants
- ERP system - hardware and software
- Transportation equipment, tools, lab equipment, security systems, etc.



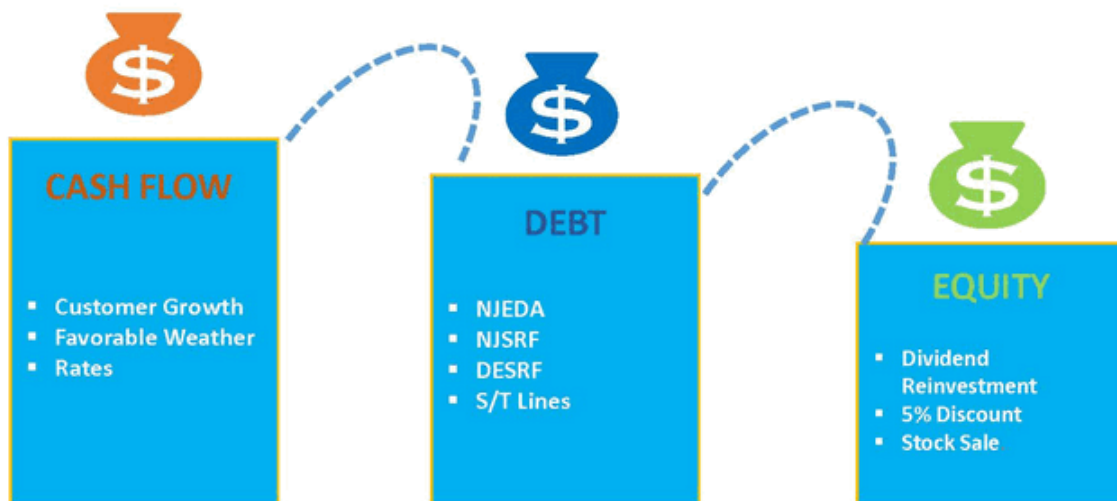
UTILITY PLANT

(\$Millions)



CAPITAL PROGRAM FUNDING

- ✓ Cash Flow from Operations
- ✓ Lines of Credit
- ✓ Investment Plan Proceeds
- ✓ Long-term Bonds
- ✓ Common Stock Offering





2018

OPERATIONS

HIGHLIGHTS

\$1.96 (Diluted)

PROJECTS



WESTERN TRANSMISSION MAIN



- ✓ 4.5 Miles of 42-inch Diameter Ductile Iron Pipe
- ✓ Through Metuchen and Edison
- ✓ Being installed 10 feet underground, pipe is wrapped to prevent corrosion
- ✓ Project is 60 % Complete
- ✓ Slated for completion in 2020

www.waterfortomorrowmwc.com



RENEW 2019

- ✓ 4 Miles of Main To Be Replaced
- ✓ Carteret, New Jersey
- ✓ Mains, service lines, valves and fire hydrants
- ✓ Work will improve fire flows and overall service quality
- ✓ Installing exterior meter pits
- ✓ Funded through New Jersey Economic Development Authority



www.waterfortomorrowmwc.com/renew

PROTECTING AGAINST LEAD

- ✓ In compliance with the current Lead and Copper Regulation
- ✓ Creating lead service line inventories for both the utility and customer portion of the line
- ✓ Member of the National Lead Service Line Replacement Collaborative
- ✓ Providing customer education via our website on how to identify lead pipes within their home



AMERICAN WATER INFRASTRUCTURE ACT



Requirements:

- ✓ Complete risk and resilience assessment
- ✓ Develop an emergency response plan
- ✓ Submit certification of completion to U.S. EPA by March 2020

Risk & Resilience Assessment

- All hazards, natural and other
- Resilience of water facility infrastructure (pipes, sources, collection, treatment, storage and distribution)
- Monitoring practices
- Financial systems and billing
- Chemical storage and handling
- Operations and Maintenance

Emergency Response Plan

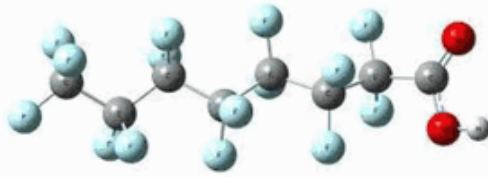
- Strategies and resources to improve resilience, physical and cybersecurity
- Plans for responding to natural hazards or malevolent acts
- Actions and equipment to lessen the impact of adverse acts or natural hazards
- Strategies to detect hazards that threaten the system

UPGRADING OUR TREATMENT PROCESS



Preliminary plans have been completed to convert the treatment process in NJ to ozone disinfection to **ensure compliance** with increasingly stringent drinking water quality regulations and to mitigate the occurrence of disinfection by-products.

EMERGING CONTAMINANTS



- USEPA has introduced draft interim recommendations to address groundwater containing PFOA and PFOS.
- PFAS are used in a wide range of products and exposure comes from multiple sources. They are a group of more than 4,000 very stable synthetic chemicals.
- Exposure has been linked to a number of health concerns.
- To protect Americans with a margin of protection from a lifetime of exposure to PFAS from drinking water, EPA has established the health advisory levels at 70 parts per trillion.
- Found nationwide in groundwater surface supplies, we are investing \$25 million to treat and remove PFAS from our wellfields.

USA-PA AWARDED 10-YEAR CONTRACT



PINELANDS WASTEWATER PLANT ROTATING BIOLOGICAL CONTACTOR UPGRADE PROJECT \$1.3 M

✓ Completed RBC and RBC Buildings

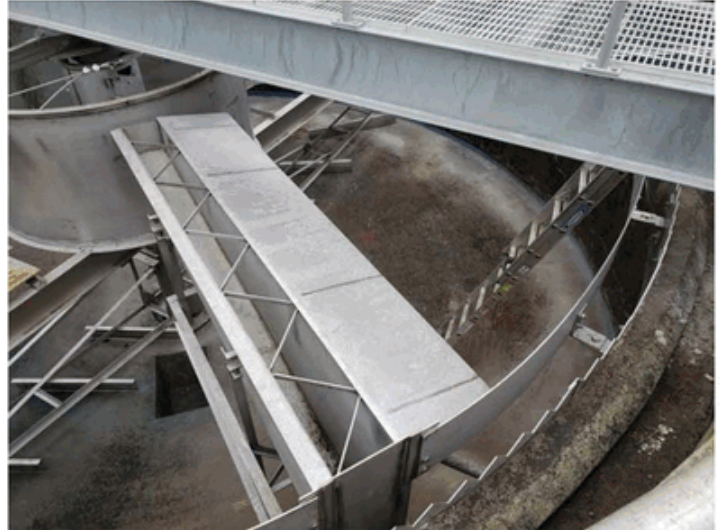


SECONDARY TREATMENT PROCESS UNIT UPGRADE

\$0.4 Million Project Includes New Bridge and Scraper System



Before



After



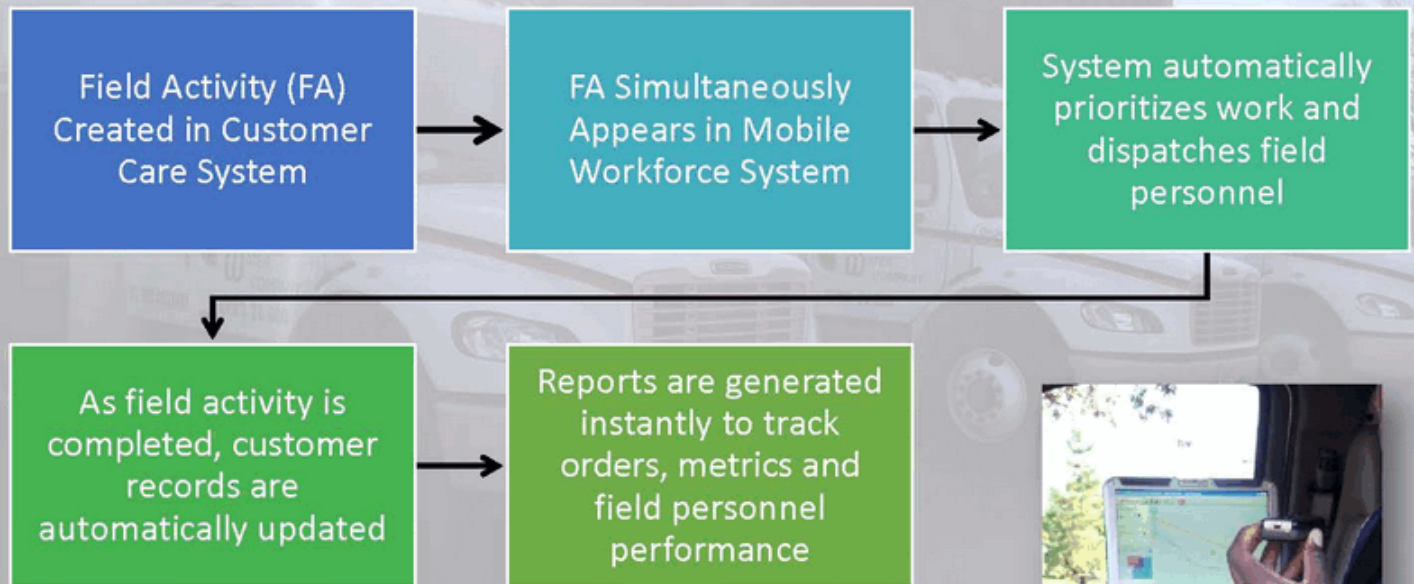
Aging Influent Piping



PROJECT COMPLETED



MOBILE WORKFORCE MANAGEMENT



Customer Benefits

Immediate dispatch for Emergencies

Accurate Records mean less repeat appointments

Consistent level of service

Meets customers' increasing expectations

Personnel Benefits

System ensures lone worker safety

Work is assigned equitably

Travel routes are optimized based on their location

Work completed to standards building pride and purpose

Management Benefits

Ready access to accurate premise data

Early identification of trends/concerns

Records automation

System structure helps manage novice workforce

Transparency



Questions?

This presentation will be available on www.middlesexwater.com under the tab "Investors."

Thank you for your ongoing support!



MIDDLESEX WATER COMPANY HOSTS ANNUAL MEETING

ISELIN, NJ, (May 22, 2019) Middlesex Water Company (NASDAQ:MSEX), a provider of water and wastewater and related services held its Annual Meeting on May 21, 2019 at which shareholders elected Ann L. Noble to a two-year term and re-elected directors Steven M. Klein, Amy B. Mansue and Walter G. Reinhard each to three-year terms on the Company's Board of Directors. Shareholders also approved a non-binding advisory resolution approving the compensation of the Company's named executive officers and ratified the Audit Committee's selection of Baker Tilly Virchow Krause, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2019.

During the meeting, officers discussed the company's 2018 and First Quarter 2019 financial results, ongoing investment in major infrastructure capital projects, relocation of its Corporate headquarters, the Company's 5% Discount currently in effect, new requirements of the American Water Infrastructure Act and a planned \$ 71 million treatment plant and electrical system upgrade at the Company's largest plant in New Jersey.

Management's presentation at the Annual Meeting of Shareholders is available in the Investors section of the company's website www.middlesexwater.com under News & Events/Presentations.

About Middlesex Water Company

Organized in 1897, Middlesex Water provides regulated and unregulated water and wastewater utility services in New Jersey, Delaware and Pennsylvania through various subsidiary companies. 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.

Media Contact:

Bernadette Sohler, Vice President – Corporate Affairs

Middlesex Water Company

(732) 638-7549

www.middlesexwater.com
