

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person\*

Brady Walter J.  
-----  
(Last) (First) (Middle)

49 Howell Drive

-----  
(Street)

Verona NJ 07044-1034  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Middlesex Water Company (MSEX)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Day/Year

February 2003

5. If Amendment, Date of Original (Month/Year)

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Senior Vice President - Administration

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person  
 Form filed by more than one Reporting Person

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Table I -- Non-Derivative Securities Acquired, Disposed of,  
or Beneficially Owned  
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| 1.<br>Title of Security<br>(Instr. 3)   | 2.<br>Transaction<br>Date<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8)<br>-----<br>Code V | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |       | 5.<br>Amount of<br>Securities<br>Beneficially<br>Owned at End<br>of Month<br>(Instr. 3<br>and 4) | 6.<br>Owner-<br>ship<br>Form:<br>Direct<br>(D) or<br>Indirect<br>(I)<br>(Instr.4) | 7.<br>Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|--|------------------|-------|--|---|--|
|   |   |  | Amount   | (A)<br>or<br>(D) | Price |  |   |  |
| Common Stock<br>(Restricted Stock)      |   |  |  |                  | 5,800 | D  |   |  |
| Common Stock                            |   |  |  |                  | 9,177 | D  |   |  |
| Common Stock<br>(Dividend Reinvestment) | 2/3/03                                  | V  | 5  | A                | 22.10 | 495  | D   |  |
| Common Stock                            |   |  |  |                  | 750   | D  | Joint Account with<br>Spouse Gail P. Brady  |  |
| Common Stock                            |   |  |  |                  | 30    | I  | Spouse Gail P. Brady  |  |
| Common Stock<br>(Dividend Reinvestment) |   |  |  |                  | 1.16  | I  | Spouse Gail P. Brady  |  |

