

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: October 22, 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))
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**Item. 8.01. Other Events**

On October 22, 2014, the Company issued a press release announcing that its Board of Directors had declared a quarterly cash dividend payable on December 1, 2014 for shareholders of record as of November 14, 2014. The Board also approved an increase in the quarterly dividend on the Company's common shares from \$0.1900 to \$0.1925.

The information contained in the news release is incorporated herein by reference and furnished as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

The following exhibit is filed herewith:

99.1 On October 22, 2014, a press release was issued announcing the increase and declaration of quarterly cash dividends.

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: October 22, 2014

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**MIDDLESEX WATER COMPANY INCREASES ITS COMMON STOCK  
DIVIDEND FOR THE 42<sup>ND</sup> CONSECUTIVE YEAR**

ISELIN, NJ October 22, 2014 -- Middlesex Water Company (NASDAQ: MSEX) today announced that its Board of Directors declared a quarterly cash dividend payable on December 1, 2014 for shareholders of record as of November 14, 2014. The Board of Directors also approved an increase in the Company's quarterly cash dividend from \$0.1900 to \$0.1925 per share. The new dividend rate represents the 42nd consecutive year that Middlesex Water has raised the dividend on its common stock. This increase raises the annual dividend to \$0.77 from \$0.76 per share of common stock.

For information regarding Middlesex Water Company including information about the Company's Dividend Reinvestment and Common Stock Purchase Plan for new and existing investors and a Plan Prospectus, visit the Investor Relations section of the Company's Web site at [www.middlesexwater.com](http://www.middlesexwater.com) or call (732) 634-1500.

**About Middlesex Water Company**

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

*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:**

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