

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report: April 3, 2002

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)

Middlesex Water Company

Item 5. Other Events

J. Richard Tompkins has announced that he intends to retire as Chief Executive Officer of the company on or about January 31, 2003. If elected a Director at the Annual Meeting of Stockholders to be held on May 22, 2002, he expects to remain on the Board in his current position as Chairman of the Board.

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 by the undersigned hereunto duly authorized.

MIDDLESEX WATER COMPANY
(Registrant)

/S/Marion F. Reynolds

Marion F. Reynolds

Vice President, Secretary and Treasurer

Dated: April 3, 2002

- 2 -