## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washin | gton, | D.C. | 20549 |  |
|--------|-------|------|-------|--|
|        |       |      |       |  |

| wasnington, D.C. 20549                       | OMB APPROVAL |          |  |
|--|--------------|----------|--|
| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | OMB Number:  | 3235-028 |  |

OMB Number: Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person*  REINHARD WALTER G  |  |  |  |   | 2. Issuer Name and Ticker or Trading Symbol  MIDDLESEX WATER CO [ MSEX ] |   |       |  |                  |  |  |               |                                   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner |   |  |                                       |            |  |
|--|--|--|--|---|--|---|-------|--|------------------|--|--|---------------|-----------------------------------|---|---|--|---------------------------------------|------------|--|
| (Last) (First) (Middle) 1500 RONSON ROAD   |  |  |  | 3. Date of Earliest Transaction (Month/Day/Year) 03/31/2017 |  |   |       |  |                  |  |  |               | Offic<br>below                    | er (give title<br>w)  |   | Other (specify below)  |                                       |            |  |
| (Street) ISELIN (City)   | NJ<br>(St  |  | 08830<br>Zip)                              |   | 4. If  | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |       |  |                  |  |  |               |                                   |   | Forn  | dual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person |                                       |            |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |  |  |  |   |  |   |       |  |                  |  |  |               |                                   |   |   |  |                                       |            |  |
| 1. Title of Security (Instr. 3)  |  |  | 2. Transaction<br>Date<br>(Month/Day/Year) |   | 2A. Deemed<br>Execution Date,  |   | 3. 4. |  | 4. Securiti      | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 |  |               | 5. Am<br>Secur<br>Benef           | ount of<br>ities<br>ficially<br>d Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership  |                                       |            |  |
|  |  |  |  |   |  |   |       |  | Code             | v  | Amount   | (A) or<br>(D) |                                   | ice   | Trans   | action(s)<br>3 and 4)  |                                       | (Instr. 4) |  |
| Common Stock (DRP Certificates)  |  |  |  |   |  |   |       |  |                  |  |  |               |                                   |   |   | 81   | D                                     |            |  |
| Common Stock (Dividend Reinvestment)   |  |  |  |   |  |   |       |  |                  |  |  |               |                                   |   |   | 5,889  | D                                     |            |  |
| Common Stock (Book Entry)  |  |  | 03/31                                      | 03/31/2017  |  |   |       | A  |                  | 568  |  | \$            | \$36.95(1)                        |   | 4,284   | D  |                                       |            |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |  |   |  |   |       |  |                  |  |  |               |                                   |   |   |  |                                       |            |  |
| 1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security    Security   Security   Security   Security   Security   Security   Security   Security   3. Transaction Date Execution Execution I if any (Month/Day/Year)   Security   Securi |  |  | n Date,                                    | Code (Instr.  |  | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |       | 6. Date Exercisable a<br>Expiration Date<br>(Month/Day/Year) |                  | te   | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instrand 4) |               | De<br>Se<br>(Ir                   | Price of<br>erivative<br>ecurity<br>estr. 5)  | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4)  | Beneficial<br>Ownership<br>(Instr. 4) |            |  |
|  |  |  |  |   | Code   | v   | (A)   | (D)  | Date<br>Exercisa | able   | Expiration<br>Date   | Title         | Amou<br>or<br>Numl<br>of<br>Share | er  |   |  |                                       |            |  |

## **Explanation of Responses:**

 $1. \ The price was determined as of March 31, 2017 in accordance with the provision of the Issuer's Outside Director Stock Compensation Plan (Compensation Plan (Co$ 

s/Jay L. Kooper, Power of Attorney for Walter G.

04/04/2017

Reinhard

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.