

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: August 24, 2015

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 August 20, 2015, Standard & Poor's Ratings Services revised its issuer credit rating on Middlesex Water Company (the "Company") to 'A' from 'A-'. Its Rating Outlook on the Company has also been revised to stable from positive and its ratings on the Company's senior secured first mortgage bonds have been revised to 'A+' from 'A'. A copy of the press release dated August 24, 2015 announcing the ratings upgrade is attached hereto as Exhibit 99.1 and incorporated into this Form 8-K by reference.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

<u>Exhibit Number</u>	<u>Description of Document</u>
99.1	Press Release issued by Middlesex Water Company, dated August 24, 2015

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

August 24, 2015

**MIDDLESEX WATER COMPANY CREDIT RATING
UPGRADED BY STANDARD & POOR'S**

ISELIN, NJ August 24, 2015 -- Middlesex Water Company (NASDAQ: MSEX) today announced that Standard & Poor's (S&P) upgraded Middlesex Water's issuer credit rating to 'A' from 'A-'. S&P stated that the ratings upgrade reflects its view of the Company's improving management of regulatory risk that is expected to result in less volatile profitability measures, moderately improved cash flow measures and the ability to consistently earn closer to its authorized returns. S&P also revised its ratings outlook on the Company to 'Stable' from 'Positive,' reflecting an expectation of the Company's ability to sustain its moderately improved financial measures and effectively manage regulatory risk in New Jersey and Delaware.

The S&P ratings upgrade follows the Company's recent announcement that the New Jersey Board of Public Utilities had approved a \$5 million increase in annual base water rates for its customers in central New Jersey. S&P also revised the ratings on the Company's senior secured first mortgage bonds to 'A+' from 'A'.

"We are pleased that S&P has recognized the results of our diligent management of risk, and their recognition of further opportunity to improve on metrics relevant to their evaluation of credit quality," said Middlesex Water Chairman, President and CEO Dennis W. Doll.

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. To learn more about Middlesex Water, including information about its Direct Share Purchase and Sale and Dividend Reinvestment Plan, visit the Investor Relations section at www.middlesexwater.com or call (732) 638-7549.

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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