

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: May 4, 2017

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 (17CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act (17 CFR 230.405) or Rule 12b-2 of the Exchange Act (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On May 4, 2017, Middlesex Water Company announced financial results for the first quarter ended March 31, 2017. A copy of the press release announcing these results is attached hereto as Exhibit 99.1 and incorporated into this Current Report on 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 May 4, 2017, announces First Quarter 2017 Financial Results.

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: May 4, 2017

**MIDDLESEX WATER COMPANY ANNOUNCES
FIRST QUARTER 2017 FINANCIAL RESULTS**

ISELIN, N.J.,(May 4, 2017) -- Middlesex Water Company (the "Company" or "Middlesex"), (Nasdaq:MSEX), a provider of water and wastewater and related services in New Jersey and Delaware, today announced operating results for the quarter ended March 31, 2017.

First Quarter Operating Results

Consolidated operating revenues for the quarter ended March 31, 2017 were \$30.1 million, a \$0.4 million decrease from the same period in 2016. Net income was \$4.4 million, a decrease from \$4.8 million from the same period in 2016. Basic and diluted earnings per share were \$0.27 each for the three months ended March 31, 2017, down from \$0.29 each for the same period in 2016.

Revenues in the Company's Middlesex System in New Jersey decreased \$0.8 million from the same period in 2016, due to lower water usage by commercial, industrial and contract customers. Revenues in our Delaware System, Tidewater Utilities, Inc. increased \$0.4 million due to customer growth.

Operation and maintenance expenses for the first quarter decreased \$0.1 million from the same period in 2016. This was due primarily to one-time insurance policy refunds of \$0.3 million, which were partially offset by higher labor related costs of \$0.2 million.

Middlesex Chairman, President and Chief Executive Officer Dennis W. Doll said, "Water consumption in the first quarter of any year is generally moderate in the absence of outdoor usage, and subject to small variations that impact operating revenues. Increases in depreciation, labor and numerous other operating costs are not impacted by seasonality. Drought warnings in our New Jersey systems were recently lifted and we are poised to meet our customers' water consumption needs as warmer weather approaches. We continue to closely monitor our revenues and costs to determine the timing of any potential rate filings in both our New Jersey and Delaware regulated utilities."

Dividend Declaration

In April, the Board of Directors declared a quarterly dividend of \$0.21125 per common share, payable June 1, 2017 to holders of record as of May 12, 2017. Middlesex has paid cash dividends continually since 1912 and has increased its annual dividend rate for 44 consecutive years. Information about Middlesex's Direct Share Purchase and Sale and Dividend Reinvestment Plan can be found on our website.

Annual Meeting

The Company will host its Annual Meeting of Shareholders on Tuesday, May 23, 2017, beginning at 11:00 a.m. at its corporate headquarters at 1500 Ronson Road in Iselin, NJ. To view the Company's 2016 Annual Report visit <http://investors.middlesexwater.com>

About Middlesex Water Company

Organized in 1897, Middlesex provides regulated and unregulated water and wastewater utility services in New Jersey, Delaware and Pennsylvania through various subsidiary companies. For additional information regarding Middlesex Water Company, visit www.middlesexwater.com

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:

Bernadette Sohler, Vice President – Corporate Affairs

Middlesex Water Company

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Iselin, New Jersey 08830

(732) 638-7549

www.middlesexwater.com

MIDDLESEX WATER COMPANY
CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)
(In thousands except per share amounts)

	Three Months Ended March 31,	
	2017	2016
Operating Revenues	\$ 30,131	\$ 30,579
Operating Expenses:		
Operations and Maintenance	15,734	15,828
Depreciation	3,308	3,137
Other Taxes	3,309	3,312
Total Operating Expenses	22,351	22,277
Operating Income	7,780	8,302
Other Income (Expense):		
Allowance for Funds Used During Construction	119	61
Other Income	6	48
Other Expense	(5)	(18)
Total Other Income, net	120	91
Interest Charges	1,003	978
Income before Income Taxes	6,897	7,415
Income Taxes	2,456	2,625
Net Income	4,441	4,790
Preferred Stock Dividend Requirements	36	36
Earnings Applicable to Common Stock	\$ 4,405	\$ 4,754
Earnings per share of Common Stock:		
Basic	\$ 0.27	\$ 0.29
Diluted	\$ 0.27	\$ 0.29
Average Number of Common Shares Outstanding:		
Basic	16,299	16,233
Diluted	16,455	16,389
Cash Dividends Paid per Common Share	\$ 0.2113	\$ 0.1988