### MIDDLESEX WATER CO

Form 4

January 03, 2003

OMB APPROVAL							
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

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

(Print of Type Responses)

1. Name and Address of Report:	ing Person*		
Shein	Jefferies		
(Last)		(Middle)	
30 Huntley Road			
	(Street)		
Holmdel	NJ	07733-1843	
(City)	(State)	(Zip)	
2. Issuer Name and Ticker or	Trading Symbol		
Middlesex Water Company (MSEX)			
3. I.R.S. Identification Number	er of Reporting Person	, if an entity	(voluntary)
4. Statement for Month/Day/Yea	ar		
	January 2,2003		
5. If Amendment, Date of Original	inal (Month/Day/Year)		

6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

X  Director  _  Officer (give ti	tle below)		10% Owne		fy below)		
7. Individual or Joint/G	roup Filing	(Check Appli	cable line	e)			
Table I Non-	Derivative S or Benefi	ecurities Ac cially Owned	quired, D	ispos			
1. Title of Security (Instr. 3)	2. Trans-	2A. Deemed Execution	Code		4. Securities Ac Disposed of (	D) and 5) 	A) or
7. Individual or Joint/Group Filing   X  Form Filed by One Reporting  _  Form Filed by More than One  Table I Non-Derivative or Benef  Table of Security (Instr. 3)  Common Stock (Dividend Reinvestment)  Common Stock (Dividend Reinvestment)	any	(Instr. 8)  Code V		Amount	(A) or (D)	Price	
Common Stock	1/2/03		т	V	2,000		21.67
Common Stock							
Common Stock							
Common Stock							
	12/26/02				2,000	А	21.67

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

\_\_\_\_\_\_

1. Title of	2. Conversion or Exercise Price 3. of Trans- Derivation		Execut- action Coo Date if (In	Trans- action Code (Instr.			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4	
Derivative Security		Date (mm/dd/	any (mm/dd/	8)	4 and	5)	Date Exer-	Expira- tion		Number of
(Instr. 3)		уу)	уу)	Code V	(A)	(D)	cisable	Date	Title	Shares
========										

Explanation of Responses:

Note: Has voting power of nine (9) family trusts totaling 15,473 shares. This includes 2,000 shares transferred as of 01/02/03. All Trust accounts are held in street name.

/s/ M.F. Reynolds, Power of Attorney For

Jeffries Shein

\*\*Signature of Reporting Person

January 2, 2003

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.

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