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ARTESIAN RESOURCES CORP

Form 5

January 23, 2015

OMB APPROVAL FORM 5 **OMB**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Form 4 Transactions Reported

securities beneficially owned directly or indirectly.

Reported

1(b).

1. Name and Add	Symbol ARTESI				Iss	5. Relationship of Reporting Person(s) to Issuer					
		[ARTNA	[ARTNA]				(Check all applicable)				
(Last)	(First) (Mic	(Month/Da	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2014			_	X Director 10% Owner X Officer (give title Other (specify below) below)				
664 CHURCHMANS ROAD C.E.O. President											
	(Street)	4. If Amen	4. If Amendment, Date Original Filed(Month/Day/Year)			6.	. Individual or Joint/Group Reporting				
		Filed(Mont					(check applicable line)				
NEWARK, DE 19702 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person Person											
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned at end (D) or of Issuer's Indirect (I) Fiscal Year (Instr. 4) (Instr. 3 and		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Amount		Price	4)				
Class A Non-voting Common Stock	12/31/2014	Â	<u>J(1)</u>	2,223	A	\$ 0 (1)	25,068	I	401k Plan		
Reminder: Report on a separate line for each class of Persons who respond to the collection of information SEC 2270								SEC 2270			

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Number:

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Estimated average

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

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	ınt of	Derivative
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
		Derivative				Securities			(Instr.	3 and 4)	
		Security				Acquired					
		·				(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
										Amount	
							Date	Expiration	 .	or	
							Date		Number		
										of	
						(A) (D)				Shares	

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

TAYLOR DIAN C 664 CHURCHMANS ROAD Â X Â Â C.E.O. President Â NEWARK, DEÂ 19702

Signatures

Dian C. Taylor 01/23/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Reporting balance of Artesian stock held in 401K plan which was acquired through employee payroll deferrals

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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