

ARTESIAN RESOURCES CORP  
Form 5  
January 24, 2014

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

|   |         |          |  |  |  |  |
|---|---------|----------|--|--|--|--|
| 1. Name and Address of Reporting Person * |         |          | 2. Issuer Name and Ticker or Trading Symbol                  |  | 5. Relationship of Reporting Person(s) to Issuer                       |  |
| THAEDER JOHN M                            |         |          | ARTESIAN RESOURCES CORP<br>[ARTNA]                           |  | (Check all applicable)   |  |
| (Last)                                    | (First) | (Middle) | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) |  | <input type="checkbox"/> Director                                      | <input type="checkbox"/> 10% Owner             |
|   |         |          | 12/31/2013   |  | <input checked="" type="checkbox"/> Officer (give title below)         | <input type="checkbox"/> Other (specify below) |
| 757 MEADOWBANK RD                         |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)         |  | Senior Vice President  |  |
| (Street)                                  |         |          |  |  | 6. Individual or Joint/Group Reporting                                 |  |
| KENNETT SQUARE, PA 19348                  |         |          |  |  | (check applicable line)  |  |
| (City)                                    | (State) | (Zip)    |  |  | <input checked="" type="checkbox"/> Form Filed by One Reporting Person |  |
|   |         |          |  |  | <input type="checkbox"/> 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 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) |            | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--|--|---|
|                                 |                                      |  |                                | (A) Amount                                    | (D) Price  |  |  |   |
| Class A Non-voting Common Stock | 12/31/2013                           | Â  | J(1)                           | 339   | A \$ 0 (1) | 9,698  | I  | 401k Plan   |
| Class A Non-voting Common Stock | 08/23/2013                           | Â  | J(2)                           | 77  | A \$ 22.24 | 23,145.476   | D  | Â   |
|                                 | 11/22/2013                           | Â  | J(2)                           | 77  | A          | 23,145.476   | D  | Â   |

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|  |            |   |      |    |   |        |        |            |   |   |
|--|------------|---|------|----|---|--------|--------|------------|---|---|
| Class A<br>Non-voting<br>Common<br>Stock |            |   |      |    |   | \$     |        |            |   |   |
|  |            |   |      |    |   | 22.498 |        |            |   |   |
| Class A<br>Non-voting<br>Common<br>Stock | 02/22/2013 | Â | J(2) | 61 | A | \$     | 22.316 | 23,145.476 | D | Â |
| Class A<br>Non-voting<br>Common<br>Stock | 05/22/2013 | Â | J(2) | 76 | A | \$     | 22.472 | 23,145.476 | D | Â |

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

**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 control number.**

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. of<br>D<br>S<br>B<br>O<br>E<br>I<br>F<br>(I |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   |                                      |  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares         |
|   |  |   |   |                                      | (A) (D)  |  |   |   |  |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| THAEDER JOHN M<br>757 MEADOWBANK RD<br>KENNETT SQUARE, PA 19348 | Â             | Â         | Â Senior Vice President | Â     |

## Signatures

John M. Thaeder                      01/24/2014  
 \*\*Signature of                      Date  
 Reporting Person

## 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
  - (2) aquisition through dividend reinvestment plan

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.