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ARTESIAN RESOURCES CORP

Form 4

August 28, 2015

FORM 4

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

OMB Number:

Expires:

3235-0287 January 31,

Check this box if no longer

subject to Section 16. Form 4 or

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

2005 Estimated average burden hours per

Form 5 obligations

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 may continue.

(Middle)

response... 0.5

OMB APPROVAL

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading WYER WILLIAM C Issuer Symbol ARTESIAN RESOURCES CORP

(First)

(Street)

403 CARYSFORT ROAD

[ARTNA]

(Check all applicable)

3. Date of Earliest Transaction (Month/Day/Year)

_X__ Director 10% Owner Other (specify Officer (give title

08/27/2015

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

4. If Amendment, Date Original

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

KEY LARGO, FL 33037

| (City) | (State) (Z | Table | I - Non-De | rivative S | ecurit | ies Acqui | red, Disposed of | or Beneficial | ly Owned |
|--|---|---|--|--------------------------------|--------------|-------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securion(A) or D (Instr. 3, | 4 and (A) or | d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Class A Non-voting Common Stock | 08/27/2015 | | X | | , | \$ 19.7 | 19,125 | D | |
| Class A Non-voting Common Stock | 08/27/2015 | | S | 5,625 | D | \$ 22.01 | 13,500 | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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required to respond unless the form displays a currently valid OMB control number.

5. Number

6. Date Exercisable and

7. Title and Amoun

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

3. Transaction Date 3A. Deemed

| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transactic Code (Instr. 8) | omf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration Date (Month/Day/Year) | | Underlying Securiti (Instr. 3 and 4) | |
|---|---|------------------|---|----------------------------------|--|----------------------------------|--------------------|--|-----------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | An or Nu of Sha |
| Non-qualified Stock Option (Right to Buy) | \$ 19.7 | 08/27/2015 | | X | 5,625 | 12/20/2005 | 12/20/2015 | Class A Non-voting Common Stock | 5, |

Reporting Owners

2.

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|---------|------|--|--|--|
| 1 | Director | 10% Owner | Officer | Othe | | | |
| WYER WILLIAM C | | | | | | | |
| 403 CARYSFORT ROAD | X | | | | | | |
| KEY LARGO FL 33037 | | | | | | | |

Signatures

1. Title of

William C.
Wyer

**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).

Note: File three copies of this Form, one of which must be manually signed. If space 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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