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CONNECTICUT WATER SERVICE INC / CT

Form 4

August 17, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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(b).

(Print or Type Responses)

1. Name and A BENOIT D.	2. Issuer Name and Ticker or Trading Symbol CONNECTICUT WATER SERVICE INC / CT [CTWS]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) C/O CONN SERVICE, STREET	3. Date of Earliest Transaction (Month/Day/Year) 08/16/2012					Director 10% OwnerX_ Officer (give title Other (specify below) Vice President, Finance/CFO/Tr				
CLINTON,	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)										
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any	med on Date, if Day/Year)	Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		Owned Indirect (I) Owne			
Common Stock	08/16/2012			M	5,209	A	\$ 29.05	31,058	D	
Common Stock	08/16/2012			S	5,209	D	\$ 30.98	25,849	D	

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option Exercise	\$ 29.05	08/16/2012		M	5,209	12/03/2008	12/03/2013	Common Stock	5,209

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BENOIT DAVID C C/O CONNECTICUT WATER SERVICE, INC. 93 WEST MAIN STREET CLINTON, CT 06413

Vice President, Finance/CFO/Tr

Γ

Signatures

/s/ Laurie I Felleman, POA for David C. Benoit

08/17/2012

**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).

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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