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CONNECTICUT WATER SERVICE INC / CT

Form 4/A January 28, 2008

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

obligations may continue. See Instruction 1(b).

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

(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 ONEILL TERRANCE P Issuer Symbol CONNECTICUT WATER (Check all applicable) SERVICE INC / CT [CTWS] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) C/O CONNECTICUT WATER 01/24/2008 Vice President, Operations SERVICE, INC., 93 WEST MAIN STREET (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person 01/28/2008 Form filed by More than One Reporting CLINTON, CT 06413 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of TransactionAcquired (A) or Indirect Security (Month/Day/Year) Execution Date, if Securities Form: Direct (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Price Code V Amount (D) Common -Phantom 01/24/2008 590 \$0 Α 10,385 D (short term award) Common -Phantom 01/24/2008 D Α 1.179 Α \$0 11.564 (long term award)

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

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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	Transac	ctionNumbe	er Expiration I	Date	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	3) Deriva	tive		Secur	ities	(Instr. 5)
	Derivative				Securi	ties		(Instr.	3 and 4)	
	Security				Acquii	red				
					(A) or					
					Dispos	sed				
					of (D)					
					(Instr.	3,				
					4, and	5)				
									Amount	
						Date	Expiration		or	
						Exercisable Date	Title Nun	Number		
									of	
				Code	V (A) (D)			Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships
reporting owner rame, mairess	

Director 10% Owner Officer Other

ONEILL TERRANCE P
C/O CONNECTICUT WATER SERVICE, INC.
93 WEST MAIN STREET
CLINTON, CT 06413

Vice
President,
Operations

Signatures

Daniel J. Meaney, POA for Terrance P.
O'Neill
01/28/2008

**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).

Remarks:

Amended filing reflects grant based nature of performance stock awards in 'Price' line of Column 4.

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