

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant To Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 2, 1999  
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PHILADELPHIA SUBURBAN CORPORATION

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(Exact name of registrant as specified in its charter)

Pennsylvania	1-6659	23-1702594
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification Number)

762 W. Lancaster Avenue, Bryn Mawr, Pennsylvania	19010
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(Address of principal executive offices)	(Zip Code)

(610) 527-8000  
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(Registrant's telephone number, including area code)

Not Applicable  
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(Former name or former address, if changed since last report.)

Item 5. Other Events.

On March 10, 1999, the merger of Consumers Water Company ("Consumers") with and into Consumers Acquisition Company ("Acquisition"), a wholly-owned subsidiary of Philadelphia Suburban Corporation ("Registrant") was consummated. Each holder of Consumers received 1.432 shares of Registrant's common stock for each share of Consumers common stock and 5.649 shares of Registrant's common stock for each share of Consumers preferred stock. As a result, Registrant issued approximately 13 million shares of Registrant's common stock. The acquisition was accounted for as a pooling of interests.

The following is a summary of certain interim financial results of the Registrant reflecting 30 days of combined operations.

	Month Ended April 30, 1999 -----
Operating Revenues	\$19,935,000
Net Income Available to Common Stock	\$ 3,201,000
Basic Net Income per Common Share	\$ 0.08
Diluted Net Income per Common Share	\$ 0.08
Average Common Shares Outstanding	

During the Period:	
Basic Method	40,763,000
Diluted Method	41,257,000

The above results are not indicative or predictive of results for the quarter ending June 30, 1999 or the year ending December 31, 1999.

- 2 -

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PHILADELPHIA SUBURBAN CORPORATION

Date: June 2, 1999

/s/ Roy H. Stahl

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Name: Roy H. Stahl  
Title: Senior Vice President and  
General Counsel

- 3 -