

NEW JERSEY RESOURCES CORP
Form 4
August 17, 2006

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HEARNE TIMOTHY C

(Last) (First) (Middle)

C/O NEW JERSEY RESOURCES, 1415 WYCKOFF ROAD

(Street)

WALL, NJ 07719

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NEW JERSEY RESOURCES CORP [NJR]

3. Date of Earliest Transaction (Month/Day/Year)
08/17/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. Vice President of Sub

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|---|--|-----------------------------------|
| | | | | Code | V Amount or Price | | | |
| Common Stock | 08/17/2006 | | M | | A \$ 24.625 | 22,602.907 | D | |
| Common Stock | 08/17/2006 | | S | | D \$ 48.79 | 22,402.907 | D | |
| Common Stock | 08/17/2006 | | S | | D \$ 48.8 | 22,002.907 | D | |
| Common Stock | 08/17/2006 | | S | | D \$ 48.81 | 21,202.91 | D | |
| | 08/17/2006 | | S | | D \$ 48.82 | 20,502.907 | D | |

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| | | | | | | | | | |
|--------------|------------|--|---|--------|---|-----------|---------------------------|---|----------------|
| Common Stock | | | | | | | | | |
| Common Stock | 08/17/2006 | | S | 500 | D | \$ 48.83 | 20,002.907 | D | |
| Common Stock | 08/17/2006 | | S | 100 | D | \$ 48.84 | 19,902.907 | D | |
| Common Stock | 08/17/2006 | | S | 100 | D | \$ 48.85 | 19,802.907 | D | |
| Common Stock | 08/17/2006 | | S | 300 | D | \$ 48.86 | 19,502.907 | D | |
| Common Stock | 08/17/2006 | | S | 400 | D | \$ 48.87 | 19,102.907 | D | |
| Common Stock | 08/17/2006 | | S | 1,500 | D | \$ 48.88 | 17,602.907 | D | |
| Common Stock | 08/17/2006 | | M | 10,000 | A | \$ 27.333 | 27,602.907 | D | |
| Common Stock | 08/17/2006 | | S | 900 | D | \$ 48.88 | 26,702.907 | D | |
| Common Stock | 08/17/2006 | | S | 500 | D | \$ 48.89 | 26,202.907 | D | |
| Common Stock | 08/17/2006 | | S | 6,900 | D | \$ 48.9 | 19,302.907 | D | |
| Common Stock | 08/17/2006 | | S | 1,100 | D | \$ 48.91 | 18,202.907 | D | |
| Common Stock | 08/17/2006 | | S | 500 | D | \$ 48.92 | 17,702.907 | D | |
| Common Stock | 08/17/2006 | | S | 100 | D | \$ 48.95 | 17,791.725 ⁽¹⁾ | D | |
| Common Stock | | | | | | | 245.25 ⁽²⁾ | I | Cust. for Rel. |

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

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SEC 1474
(9-02)

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title |
|-----------------------------|------------------|------------|---|------|---|-----|---------------|------------------|-----------------|--------------|
| | | | or Disposed of (D) (Instr. 3, 4, and 5) | | | | | | | |
| Stock Option (Right-to-Buy) | \$ 24,625 (3) | 08/17/2006 | | M | | | 5,000 (4) | 01/26/2000(5) | 01/26/2009 | Common Stock |
| Stock Option (Right-to-Buy) | \$ 27,333 (3) | 08/17/2006 | | M | | | 10,000 (4) | 11/29/2001(5) | 11/29/2010 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HEARNE TIMOTHY C C/O NEW JERSEY RESOURCES 1415 WYCKOFF ROAD WALL, NJ 07719 | | | Sr. Vice President of Sub | |

Signatures

Rhonda M. Figureoa 08/17/2006
 **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) Total includes shares held in Company ESOP, 401K, Compensation Deferral Plan and reinvested dividends through DRP.
- (2) Total includes reinvested dividends through DRP.
- (3) Price reflects change due to 3 for 2 stock split as of 3/1/02.
- (4) Option shares represent increase due to 3 for 2 split as of 3/1/02.
- (5) Options are exercisable 25% each year beginning on the first anniversary date, which is listed here.

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.