

NEW JERSEY RESOURCES CORP

Form 4

February 25, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DOWNES LAURENCE M

(Last) (First) (Middle)

**C/O NEW JERSEY RESOURCES
CORPORATION, 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)
02/22/2008

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)
Chairman, President & CEO

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) (Instr. 3, 4 and 5)	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 (A) or (D)	Price	
Common Stock	02/22/2008		S		600	D \$ 47.3	82,517.59 D
Common Stock	02/22/2008		S		300	D \$ 47.32	82,217.59 D
Common Stock	02/22/2008		S		300	D \$ 47.33	81,917.59 D
Common Stock	02/22/2008		S		400	D \$ 47.34	81,517.59 D
	02/22/2008		S		100	D	81,417.59 D

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Common Stock					\$ 47.35			
Common Stock	02/22/2008	S	200	D	\$ 47.36	81,217.59	D	
Common Stock	02/22/2008	S	300	D	\$ 47.37	80,917.59	D	
Common Stock	02/22/2008	S	400	D	\$ 47.38	80,517.59	D	
Common Stock	02/22/2008	S	700	D	\$ 47.39	79,817.59	D	
Common Stock	02/22/2008	S	1,100	D	\$ 47.4	78,717.59	D	
Common Stock	02/22/2008	S	100	D	\$ 47.41	78,617.59	D	
Common Stock	02/22/2008	S	1,000	D	\$ 47.42	77,617.59	D	
Common Stock	02/22/2008	S	500	D	\$ 47.43	77,117.59	D	
Common Stock	02/22/2008	S	300	D	\$ 47.44	76,817.59	D	
Common Stock	02/22/2008	S	200	D	\$ 47.45	76,617.59	D	
Common Stock	02/22/2008	S	700	D	\$ 47.46	75,917.59	D	
Common Stock	02/22/2008	S	200	D	\$ 47.47	75,717.59	D	
Common Stock	02/22/2008	S	500	D	\$ 47.48	75,217.59	D	
Common Stock	02/22/2008	S	600	D	\$ 47.49	74,617.59	D	
Common Stock	02/22/2008	S	300	D	\$ 47.5	74,317.59	D	
Common Stock	02/22/2008	S	500	D	\$ 47.51	73,817.59	D	
Common Stock	02/22/2008	S	700	D	\$ 47.53	73,117.59 ⁽¹⁾	D	
Common Stock						185.652	I	Cust. for Rel.

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

Persons who respond to the collection of information contained in this form are not

SEC 1474
(9-02)

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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. Transaction Code (Instr. 8)	5. Number of 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOWNES LAURENCE M C/O NEW JERSEY RESOURCES CORPORATION 1415 WYCKOFF ROAD WALL, NJ 07719	X		Chairman, President & CEO	

Signatures

Rhonda M. Figueroa - Attorney-In-Fact (POA
on File) 02/25/2008

____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).

(1) Total includes shares held outright, shares held in the New Jersey Resources Corporation (NJR) ESOP Plan that are accounted for on a unitized basis and reflects calculated value, and shares purchased through the NJR Dividend Reinvestment Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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