## NEW JERSEY RESOURCES CORP

Form 4

Common

Stock

11/01/2005

11/01/2005

November 02, 2005

November U	12, 2005										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							OMB APPROVAL				
	RITIES AND EXCHANGE COMMISSION ashington, D.C. 20549				OMMISSION	OMB Number:	3235-0287				
Check the if no lon	ger		<u> </u>					Expires:	January 31, 2005		
subject t Section Form 4 (	51A1EN 16.	MENT OF CHA		BENEF RITIES	ICIA	ERSHIP OF	Estimated a burden hou response	average Irs per			
may con	Form 5 obligations may continue.  See Instruction  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 * DOWNES LAURENCE M							5. Relationship of Reporting Person(s) to Issuer				
	[NJR]		KESOUK	CES	(Check all applicable)						
			MODIN/Day/ rear)				Director 10% Owner X Officer (give title Other (specify				
	JERSEY RESOU ATION, 1415 WY	RCES 10/31	/2005				below) Chai	below) irman & CEO			
	(Street)	· · · · · · · · · · · · · · · · · · ·						6. Individual or Joint/Group Filing(Check			
WALL, NJ	07719	Flied(F	Ionth/Day/Yea	ar)			Applicable Line) _X_ Form filed by C Form filed by M Person				
(City)	(State)	(Zip) Ta	ible I - Non-	Derivative	Secur	rities Acqu	nired, Disposed of	, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, is any (Month/Day/Year	Code (Instr. 3, 4 and 5) 'Year) (Instr. 8)			(D)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)			
Common Stock	10/31/2005		G	250 (1)	D	\$0	0	D			
Common Stock	10/31/2005		M	35,000	A	\$ 24.625	0	D			
Common Stock	10/31/2005		S	35,000	D	\$ 43.074	0	D			

M

S

20,000 A

20,000 D

24.625 0

D

D

54,476.4 <u>(2)</u>

## Edgar Filing: NEW JERSEY RESOURCES CORP - Form 4

Common 42.321 Stock

Common Cust. for 2,909.148 (3) I Stock Rel.

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

#### 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 of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and At Underlying Se (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Stock Options (Right-to-Buy)	\$ 24.625 (4)	10/31/2005		M	35,000 (5)	01/26/2000(6)	01/26/2009	Common Stock
Stock Options	\$ 24.625 (4)	11/01/2005		M	20,000	01/26/2000(6)	01/26/2009	Common Stock

# **Reporting Owners**

Reporting Owner Name / Address			•	
	Director	10% Owner	Officer	Other
DOWNES LAURENCE M				
C/O NEW JERSEY RESOURCES CORPORATION			Chairman	

1415 WYCKOFF ROAD WALL, NJ 07719

& CEO

Relationships

# **Signatures**

Oleta J. Harden - Attorney-In-Fact (POA 11/02/2005 on file)

> \*\*Signature of Reporting Person Date

2 Reporting Owners

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# **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) Gift to charitable institution.
- (2) Total includes shares held outright; shares held in company ESOP Plan that are accounted for on a unitized basis and reflects calculated value, and shares in compensation deferral plan which includes reinvested dividends.
- (3) Total includes reinvested dividends through DRP.
- (4) Price reflects change due to 3 for 2 stock split as of 3/1/02.
- (5) Option shares represent increase due to 3 for 2 stock split as of 3/1/02.
- (6) Options are exerciseable 25% each year beginning on the first anniversary date of the grant, 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.