

NEW JERSEY RESOURCES CORP

Form 4

August 11, 2005

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH GEORGE C

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
NEW JERSEY RESOURCES, 1415
WYCKOFF ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
05/18/2005

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
V.P., Internal Auditing

(Street)
WALL, NJ 07719

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/18/2005		A	1,125 (1)	\$ 45.55 0	D	
Common Stock	08/10/2005		M	1,140	\$ 25.3333 0	D	
Common Stock	08/10/2005		S	1,140	\$ 45.68 4,139.6137 (2)	D	
Common Stock					18.318 (3)	I	Cust. for Rel.

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

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(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 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 Underlying (Instr. 3 and
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Stock Option (Right-to-Buy)	\$ 45.55	05/18/2005		A	9,000	05/18/2006 ⁽⁴⁾ 05/18/2015	Common Stock
Stock Option (Right-to-Buy)	\$ 25.3333	08/10/2005		M	1,140	12/17/1999 ⁽⁴⁾ 12/17/2008	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SMITH GEORGE C NEW JERSEY RESOURCES 1415 WYCKOFF ROAD WALL, NJ 07719	V.P., Internal Auditing

Signatures

Oleta J. Harden - Attorney-In-Fact (POA
on file) 08/11/2005

__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) Performance units will vest in 3 years if certain goals are met, with 50% payable in year 3 and 50% payable if employed by company at end of year 4.
- (2) Total includes shares held in company ESOP Plan that are accounted for on a unitized basis and reflects calculated value and reinvested dividends through DRP.
- (3) Total includes reinvested dividends through DRP.
- (4) Options are exercisable 25% each year beginning on the first anniversary date of the grant, which is listed here.

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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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