#### NEW JERSEY RESOURCES CORP

Form 4 May 15, 2008

### FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person \* Massaro Thomas

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

**NEW JERSEY RESOURCES CORP** 

[NJR]

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner Other (specify X\_ Officer (give title below)

05/14/2008

V.P. of Subsidiary

**NEW JERSEY RESOURCES** CORPORATION, 1415 WYCKOFF ROAD

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

WALL, NJ 07719

(City)	(State)	(Zip) Tab	le I - Non-l	Derivativo	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y 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)		sed of	` '	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	05/14/2008		M	2,812	A	\$ 28.48 (1)	9,616.456	D	
Common Stock	05/14/2008		S	100	D	\$ 33.62	9,516.456	D	
Common Stock	05/14/2008		S	100	D	\$ 33.61	9,416.456	D	
Common Stock	05/14/2008		S	200	D	\$ 33.65	9,216.456	D	
	05/14/2008		S	300	D	\$ 33.6	8,916.456	D	

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Common Stock							
Common Stock	05/14/2006	S	462	D	\$ 33.58	8,454.456	D
Common Stock	05/14/2008	S	800	D	\$ 33.64	7,654.456	D
Common Stock	05/14/2008	S	850	D	\$ 33.66	6,804.456	D
Common Stock	05/14/2008	M	6,750	A	\$ 30.3667 (1)	13,554.456	D
Common Stock	05/14/2008	S	100	D	\$ 33.55	13,454.456	D
Common Stock	05/14/2008	S	100	D	\$ 33.54	13,354.456	D
Common Stock	05/14/2008	S	100	D	\$ 33.51	13,254.456	D
Common Stock	05/14/2008	S	200	D	\$ 33.45	13,054.456	D
Common Stock	05/14/2008	S	250	D	\$ 33.58	12,804.456	D
Common Stock	05/14/2008	S	400	D	\$ 33.43	12,404.456	D
Common Stock	05/14/2008	S	400	D	\$ 33.4	12,004.456	D
Common Stock	05/14/2008	S	500	D	\$ 33.42	11,504.456	D
Common Stock	05/14/2008	S	600	D	\$ 33.39	10,904.456	D
Common Stock	05/14/2008	S	800	D	\$ 33.57	10,104.456	D
Common Stock	05/14/2008	S	900	D	\$ 33.5	9,204.456	D
Common Stock	05/14/2008	S	2,400	D	\$ 33.56	6,804.456 <u>(2)</u>	D

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

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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)	Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ve Expiration Date (Month/Day/Year)		7. Title and An Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Option (Right-To-Buy)	\$ 28.48 (1)	05/14/2008		M	2,812	11/17/2005(3)	11/16/2014	Common Stock
Option (Right-To-Buy)	\$ 30.667 (1)	05/14/2008		M	6,750	05/17/2006(4)	05/16/2015	Common Stock

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<b>,                                  </b>	Director	10% Owner	Officer	Other			
Massaro Thomas NEW JERSEY RESOURCES CORPORATION 1415 WYCKOFF ROAD WALL, NJ 07719			V.P. of Subsidiary				
Signatures							
Rhonda M. Figueroa - Attorney-In-Fact (POA on File)	0	05/15/2008					
**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) Price reflects change due to 3 for 2 stock split as of March 3, 2008.
- (2) Total reflects change due to 3 for 2 stock split as of March 3, 2008 and includes shares held in the New Jersey Resources Corporation ESOP Plan that are accounted for on a unitized basis that reflects a calculated value.
- (3) Options exercisable 25% each year beginning the first anniversary date of the grant, which was November 17, 2005.
- (4) Options exercisable 25% each year beginning the first anniversary date of the grant, which was May 17, 2006.

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.

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