

HARDEN OLETA J
Form 4
May 12, 2005

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HARDEN OLETA J

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)

3. Date of Earliest Transaction (Month/Day/Year)
05/10/2005

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Senior V.P. and Secretary

NEW JERSEY RESOURCES CORPORATION, 1415 WYCKOFF ROAD

(Street)

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

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

WALL, NJ 07719

(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) | |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 05/10/2005 | | M | | 5,000 | A | \$ 18.5 0 | D |
| Common Stock | 05/10/2005 | | S | | 900 | D | \$ 44.13 0 | D |
| Common Stock | 05/10/2005 | | S | | 1,000 | D | \$ 44.15 0 | D |
| Common Stock | 05/10/2005 | | S | | 700 | D | \$ 44.2 0 | D |
| | 05/10/2005 | | S | | 100 | D | 0 | D |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|------|----------|----------------------------|---|
| Common Stock | | | | | | \$ 44.21 | | |
| Common Stock | 05/10/2005 | S | 200 | D | | \$ 44.22 | 0 | D |
| Common Stock | 05/10/2005 | S | 200 | D | | \$ 44.25 | 0 | D |
| Common Stock | 05/10/2005 | G | 8 ⁽¹⁾ | D | \$ 0 | | 31,127.8748 ⁽²⁾ | D |
| Common Stock | 05/12/2005 | J | 33.63 ⁽³⁾ | D | \$ 0 | | 25.707 ⁽⁴⁾ | 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 required to respond unless the form displays a currently valid OMB control number.

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 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 Security (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------|
| Option (Right-To-Buy) | \$ 18.5 | 05/10/2005 | | M | 5,000 | 11/29/1996 ⁽⁵⁾ 11/29/2005 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HARDEN OLETA J NEW JERSEY RESOURCES CORPORATION 1415 WYCKOFF ROAD WALL, NJ 07719 | | | Senior V.P. and Secretary | |

Signatures

Oleta J. Harden - Attorney-In-Fact (POA
on file)

05/12/2005

__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).
Shares were gifted to unrelated parties. The reporting person disclaims beneficial ownership of these securities, and this report shall not
- (1) be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (2) Total includes (1) shares in compensation deferral plan which includes reinvested dividends, (2) shares held in ESOP Plan that are accounted for on a unitized basis that reflects a calculated value, and (3) shares purchased with reinvested dividends through DRP.
- (3) The reporting person no longer has a reportable beneficial interest in 33.630 shares of NJR common stock owned by her relative and previously included in the reporting person's beneficial ownership reports.
- (4) Total includes reinvested dividends through DRP.
- (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.
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