Ellis Kathleen T Form 4 August 14, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Ellis Kathleen T

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

NEW JERSEY RESOURCES CORP

(Check all applicable)

[NJR]

(Last) (First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify

(Month/Day/Year)

08/13/2012

below) Senior Vice President

C/O NEW JERSEY RESOURCES CORPORATION, 1415 WYCKOFF

(Street)

(State)

(Zip)

ROAD

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

WALL, NJ 07719

(City)

1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired (A) 5. Amount of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (Month/Day/Year) (Instr. 8) Owned

Code V

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 7. Nature of

> **Following** Reported

Indirect Ownership Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)

(A) or

(D) Price

Transaction(s) (Instr. 3 and 4) (I) (Instr. 4)

D

Common 08/13/2012 Stock

1,236.924 Α

Amount

\$ 45.12

D 26,042.899

Common Stock

08/13/2012

F 413

D 45.12

25,629.899 (1)(2)

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)	4. Transaction 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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock	\$ 0 (3)	08/13/2012		M		1,236.924	<u>(4)</u>	<u>(4)</u>	Common Stock	1,236.924

Reporting Owners

Reporting Owner Name / Address	Relationships					
coposing of the state of the st	Director	10% Owner	Officer	Other		
Ellis Kathleen T C/O NEW JERSEY RESOURCES CORPORATION 1415 WYCKOFF ROAD WALL, NJ 07719			Senior Vice President			

Signatures

Rhonda M. Figueroa - Attorney-in-Fact (POA on File) 08/14/2012

**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 an accrual of 23.746 shares of New Jersey Resources (NJR) Common Stock through the NJR Dividend Reinvestment Plan (DRP).
- (2) Total includes shares held in the NJR 401(k) Plan that are accounted for on a unitized basis that reflects a calculated value, and shares purchased through the NJR DRP.
- (3) Each deferred stock unit represents a contingent right to receive one share of NJR common stock.
- (4) Deferred stock unit award is payable subject to certain conditions in four equal quarterly installments beginning November 11, 2011.

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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