

NEW JERSEY RESOURCES CORP  
 Form 4  
 August 16, 2006

**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 \*  
**LOCKWOOD GLENN C**

(Last) (First) (Middle)

C/O NEW JERSEY RESOURCES CORPORATION, 1415 WYCKOFF ROAD

(Street)

WALL, NJ 07719

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**08/15/2006**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Sr. V.P. & CFO of Sub.**

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

**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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/15/2006		M		50,000	A	\$ 27.3333
Common Stock	08/15/2006		S		700	D	\$ 47.5
Common Stock	08/15/2006		S		400	D	\$ 47.51
Common Stock	08/15/2006		S		200	D	\$ 47.55
	08/15/2006		S		500	D	\$ 47.57

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Common Stock							
Common Stock	08/15/2006	S	200	D	\$ 47.63	71,081.798	D
Common Stock	08/15/2006	S	400	D	\$ 47.67	70,681.798	D
Common Stock	08/15/2006	S	600	D	\$ 47.7	70,081.798	D
Common Stock	08/15/2006	S	700	D	\$ 47.71	69,381.798	D
Common Stock	08/15/2006	S	1,100	D	\$ 47.75	68,281.798	D
Common Stock	08/15/2006	S	500	D	\$ 47.76	67,781.798	D
Common Stock	08/15/2006	S	200	D	\$ 47.77	67,581.798	D
Common Stock	08/15/2006	S	400	D	\$ 47.79	67,181.798	D
Common Stock	08/15/2006	S	700	D	\$ 47.8	66,481.798	D
Common Stock	08/15/2006	S	400	D	\$ 47.81	66,081.798	D
Common Stock	08/15/2006	S	400	D	\$ 47.82	65,681.798	D
Common Stock	08/15/2006	S	700	D	\$ 47.83	64,981.798	D
Common Stock	08/15/2006	S	100	D	\$ 47.84	64,881.798	D
Common Stock	08/15/2006	S	300	D	\$ 47.85	64,581.798	D
Common Stock	08/15/2006	S	400	D	\$ 47.86	64,181.798	D
Common Stock	08/15/2006	S	400	D	\$ 47.93	63,781.798	D
Common Stock	08/15/2006	S	500	D	\$ 47.94	63,281.798	D
Common Stock	08/15/2006	S	300	D	\$ 47.95	62,981.798	D
Common Stock	08/15/2006	S	100	D	\$ 47.97	62,881.798	D
	08/15/2006	S	800	D	\$ 47.98	62,081.798	D

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Common Stock								
Common Stock	08/15/2006		S	500	D	\$ 47.99	61,581.798	D
Common Stock	08/15/2006		S	400	D	\$ 48	61,181.798	D
Common Stock	08/15/2006		S	1,200	D	\$ 48.02	59,981.798	D
Common Stock	08/15/2006		S	600	D	\$ 48.03	59,381.798	D
Common Stock	08/15/2006		S	300	D	\$ 48.04	<u>59,081.798</u> <sup>(1)</sup>	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)

**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)
Stock Option (Right-to-Buy)	\$ 27.3333 <sup>(2)</sup>	08/15/2006		M	50,000	11/29/2001 <sup>(3)</sup> 11/29/2010	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOCKWOOD GLENN C C/O NEW JERSEY RESOURCES CORPORATION 1415 WYCKOFF ROAD WALL, NJ 07719			Sr. V.P. & CFO of Sub.	

## Signatures

Rhonda M. Figueroa - Attorney-In-Fact (POA  
on file)

08/16/2006

\_\_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) Options are exercisable 25% each year beginning with the first anniversary date indicated here.
  - (2) Price reflects change due to 3 for 2 stock split as of 3/1/02.
  - (3) Options are exercisable 25% each year beginning with the first anniversary date indicated 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.