

NEW JERSEY RESOURCES CORP

Form 8-K

August 15, 2006

**Table of Contents**

**SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15 (d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): August 14, 2006  
NEW JERSEY RESOURCES CORPORATION  
(Exact name of registrant as specified in its charter)**

**New Jersey**  
(State or other  
jurisdiction  
of incorporation)

**1-8359**  
(Commission  
File Number)

**22-2376465**  
(IRS Employer  
Identification No.)

**1415 Wyckoff Road**  
**Wall, New Jersey**  
(Address of principal executive offices)

**07719**  
(Zip Code)

**(732) 938-1480**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**TABLE OF CONTENTS**

Item 3.03. Material Modification to Rights of Security Holders

SIGNATURE

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**Table of Contents**

Item 3.03. Material Modification to Rights of Security Holders.

Pursuant to its terms, the Registrant's existing Shareholder Rights Agreement, dated as of July 31, 1996 (the Plan), expired on August 14, 2006. The Board of Directors of the Registrant determined that it would not adopt a replacement Plan at this time. The Board of Directors believes that the expiration of the Plan will not have a material effect on the rights of the holders of the Registrant's Common Stock.

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**Table of Contents**

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NEW JERSEY RESOURCES  
CORPORATION

Date: August 15, 2006

By: /s/ Glenn C. Lockwood

Glenn C. Lockwood  
Senior Vice President, Chief  
Financial Officer and Treasurer