Ellis Kathleen T Form 4 February 14, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

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5 Relationship of Reporting Person(s) to

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1 Name and Address of Reporting Person *

Ellis Kathl	een T	_	2. Issuer Name and Ticker or Trading Symbol NEW JERSEY RESOURCES CORP [NJR]				S. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) JERSEY RESOU ATION, 1415 WY	MOHIII/Day/ I cal I				Director 10% Owner Officer (give title Other (specify below) Senior Vice President				
	(Street)		4. If Amendment, 1	Date Original		6.	Individual or Join	nt/Group Filing	g(Check	
WALL, NJ	J 07719	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non	-Derivative Se	curities	s Acquir	ed, Disposed of,	or Beneficiall	y Owned	
1.Title of	2. Transaction Date	2A. Deemed		4. Securities		ed (A)	5. Amount of	6.	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)	Execution I any (Month/Day	Code	omr Disposed of (Instr. 3, 4 an Amount		Price	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
•	(Month/Day/Year) 02/11/2012	any	Code y/Year) (Instr. 8)	(Instr. 3, 4 an	(A) or (D)	Price	Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	

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. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date		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 (4)	02/11/2012		M	1,236.924		<u>(5)</u>	<u>(5)</u>	Common Stock	1,236.924

Reporting Owners

Reporting Owner Name / Address	Relationships					
The process of the state of the	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) 02/14/2012

**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) The reported transaction was a vesting of 1,236.924 deferred stock units on February 11, 2012, resulting in the issuance of 1,236.924 shares of common stock. No amount was payable in connection with the vesting or the common stock issuance.
- (2) Total includes an accrual of 188.165 shares of New Jersey Resources (NJR) Common Stock through the NJR Dividend Reinvestment Plan (DRP).
- (3) 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.
- (4) Each deferred stock unit represents a contingent right to receive one share of NJR common stock.
- (5) 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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