Ellis Kathleen T Form 4 May 14, 2012

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

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

SECURITIES

burden hours per response...

See Instruction

1(b).

30(h) of the Investment Company Act of 1940

(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

NEW JERSEY RESOURCES CORP

(Check all applicable)

[NJR]

(Middle)

(Zip)

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

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

Senior Vice President

(Month/Day/Year)

05/11/2012

below)

C/O NEW JERSEY RESOURCES CORPORATION, 1415 WYCKOFF

(Street)

(State)

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

Issuer

WALL, NJ 07719

(City)

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

1.Title of	2. Transaction Date	2A. Deemed	3. 4. Securities Acquired (A)			5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transaction Disposed of (D)			Securities	Ownership	Indirect	
(Instr. 3)		any	Code	Code (Instr. 3, 4 and 5)			Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(4)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/11/2012		A	1,236.924	A	\$ 43.52	25,195.229	D	
Common Stock	05/11/2012		F	413	A	\$ 43.52	24,782.229 (1) (2)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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 D (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock	\$ 0 (3)	05/14/2012		M	1,236.924	<u>(4)</u>	<u>(4)</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) 05/14/2012

**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 69.781 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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