## Edgar Filing: Ellis Kathleen T - Form 4

Ellis Kathleen T Form 4										
December 29, 20	10									
FORM 4								OMB AF	PROVAL	
	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).								Expires:January 31, 2005Estimated average burden hours per response0.5		
(Print or Type Respon	nses)									
Ellis Kathleen T Symbol			er Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
C/O NEW JERS	(First) (Middle) EY RESOURCES N, 1415 WYCKOFF	3. Date of E (Month/Day 12/28/202	y/Year)	nsaction			Director X Officer (give below) Senior		Owner r (specify t	
			ndment, Date Original tth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
WALL, NJ 0771	9						Form filed by M Person	lore than One Re	porting	
(City) (	(State) (Zip)	Table	I - Non-De	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	y Owned	
	ransaction Date 2A. Dee onth/Day/Year) Executio any (Month/	emed f on Date, if Day/Year)	3. Transactior	4. Securit (A) or Di (Instr. 3,	ties Ad sposed	cquired d of (D)	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	
Common 12/2 Stock	28/2010		А	1,875 (1)	A	\$ 43.81	23,011.476 (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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number prof 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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Shares	<u>(3)</u>	12/28/2010		А	2,885	(3)	09/30/2013	Common Stock	2,885

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	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)	12/29/20	010				

\*\*Signature of Reporting Person

## **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).
- Represents shares of restricted stock granted pursuant to the New Jersey Resources Corporation (NJR) 2007 Stock Award and Incentive
  (1) Plan. Shares will vest in three equal installments, which will be on October 15, 2011, October 15, 2012 and October 15, 2013, subject to the continued employment of the reporting person by NJR, except under certain conditions.

Date

- (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 Dividend Reinvestment Plan.
- Represents performance shares granted pursuant to the New Jersey Resources Corporation (NJR) 2007 Stock Award and Incentive Plan.(3) Shares will become vested and non-forfeitable upon certification by the Leadership Development and Compensation Committee that the applicable performance goals for the 33 month period ending September 30, 2013, have been met.

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.