## Edgar Filing: NEW JERSEY RESOURCES CORP - Form 4

NEW JERSEY RESOURCES CORP Form 4 December 14, 2015 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person <sup>\*</sup> 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DOWNES LAURENCE M Issuer Symbol NEW JERSEY RESOURCES CORP (Check all applicable) [NJR] 3. Date of Earliest Transaction (Last) (First) (Middle) \_X\_\_ Director 10% Owner Other (specify X\_Officer (give title (Month/Day/Year) below) below) C/O NEW JERSEY RESOURCES 12/14/2015 Chairman, President & CEO CORPORATION, 1415 WYCKOFF ROAD (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting WALL, NJ 07719 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities (Instr. 3) Beneficially Beneficial any Code (D) (D) or (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Price Amount (D) Common 29,138 12/14/2015 \$0 A 386,175.851 D A (1)Stock

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.

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. Number of<br>onDerivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                     |
|---|---|---|---|--|--|--|--------------------|---|-------------------------------------|
|   |   |   |   | Code V                                 | (A) (D)  | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Performance<br>Shares                               | <u>(2)</u>  | 12/14/2015                              |   | А                                      | 17,364   | (2)  | (2)                | Common<br>Stock   | 17,364                              |
| Performance<br>Shares                               | <u>(3)</u>  | 12/14/2015                              |   | А                                      | 14,585   | (3)  | (3)                | Common<br>Stock   | 14,585                              |

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## **Reporting Owners**

| <b>Reporting Owner Name / Address</b>  | Relationships |           |                                 |       |  |  |
|--|---------------|-----------|---------------------------------|-------|--|--|
| I. S.  | Director      | 10% Owner | Officer                         | Other |  |  |
| DOWNES LAURENCE M<br>C/O NEW JERSEY RESOURCES CORPORATION<br>1415 WYCKOFF ROAD<br>WALL, NJ 07719 | Х             |           | Chairman,<br>President &<br>CEO |       |  |  |
| Signatures   |               |           |                                 |       |  |  |
| Rhonda M. Figueroa - Attorney-in-Fact (POA   | 12/14/201     | 15        |                                 |       |  |  |

\*\*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 performance-based restricted stock granted pursuant to the New Jersey Resources Corporation (NJR) 2007 Stock Award and Incentive Plan. Shares will vest in three equal installments on October 15, 2016, October 15, 2017, and October 15, 2018,

Date

- (1) Award and incentive rian. States will vest in three equal instantients on October 13, 2017, and October 14, and October 14, and October 14, and October 14, and October 14,
- Represents performance shares granted pursuant to the NJR 2007 Stock Award and Incentive Plan. Performance shares will be vested and
  (2) non-forfeitable upon certification by the Leadership Development and Compensation Committee that the applicable total shareholder return performance goal for the 36 month period ending September 30, 2018 has been met.
- Represents performance shares granted pursuant to the NJR 2007 Stock Award and Incentive Plan. Performance shares will be vested and(3) non-forfeitable upon certification by the Leadership Development and Compensation Committee that the applicable net financial earnings performance goal for the 36 month period ending September 30, 2018 has 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.

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