

REITEN RICHARD G  
Form 4  
December 18, 2007

# FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
REITEN RICHARD G

2. Issuer Name and Ticker or Trading Symbol  
NORTHWEST NATURAL GAS CO  
[NWN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
220 NW SECOND AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/14/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)

PORTLAND, OR 97209-3991

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	12/14/2007		S	2,300 D \$ 48	16,718.979	D	
Common Stock	12/14/2007		S	600 D \$ 48.01	16,118.979	D	
Common Stock	12/14/2007		S	100 D \$ 48.02	16,018.979	D	
Common Stock	12/14/2007		S	100 D \$ 48.03	15,918.979	D	
Common Stock	12/14/2007		S	200 D \$ 48.05	15,718.979	D	

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Common Stock	12/14/2007	S	100	D	\$ 48.07	15,618.979	D	
Common Stock	12/14/2007	S	200	D	\$ 48.08	15,418.979	D	
Common Stock	12/18/2007	S	3,400	D	\$ 48	12,018.979	D	
Common Stock						23,851.1029	I	See Footnote (1)
Common Stock						3,256.288	I	See Footnote (2)
Common Stock						5,479.212	I	See Footnote (3)
Common Stock						2,561.483	I	See Footnote (4)

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.**

SEC 1474 (9-02)

**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. Transaction Code (Instr. 8)	5. Number of 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director   10% Owner   Officer   Other

REITEN RICHARD G  
220 NW SECOND AVENUE      X  
PORTLAND, OR 97209-3991

## Signatures

C.J. Rue,  
Attorney-in-Fact                      12/18/2007  
  
\_\_Signature of Reporting              Date  
    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).
- (1) Credited to reporting person's account under the issuer's Retirement K Savings Plan as of November 30, 2007.
- (2) Credited to reporting person's account under the issuer's Directors Deferred Compensation Plan.
- (3) Credited to reporting person's account under the issuer's Executive Deferred Compensation Plan.
- (4) Credited to reporting person's account under the issuer's Deferred Compensation Plan for Executives and Directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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