REITEN RICHARD G

Form 4 June 30, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

See Instruction

1(b).

value

(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		3. Date of Earliest Transaction (Month/Day/Year) 06/29/2005					_X_ Director 10% Owner Officer (give title below) Other (specify below)				
(Street) PORTLAND, OR 97209-3991			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivativ	e Secu	ırities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any		3. Transaction Code (Instr. 8)	4. Secur	ities A pispose , 4 and (A) or	ed 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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock, \$3-1/6 par value	06/29/2005			M	800	A	\$ 27.875	18,824.674	D		
Common Stock, \$3-1/6 par value	06/29/2005			S	800	D	\$ 38	18,024.674	D		
Common Stock, \$3-1/6 par	06/30/2005			M	9,200	A	\$ 27.875	27,224.674	D		

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Common Stock, \$3-1/6 par value	06/30/2005	S	9,200	D	\$ 38	18,024.674	D	
Common Stock, \$3-1/6 par value						2,984.989	I	See Footnote (1)
Common Stock, \$3-1/6 par value						6,554.256	I	See Footnote (2)
Common Stock, \$3-1/6 par value						21,861.9798	I	See Footnote (3)
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	2.	3. Transaction Date	3A. Deemed	4. 5. Number		6. Date Exercisable and		7. Title and Amount of		8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if		onof Derivative	*		Underlying Securities		Ĺ
Security	or Exercise		any	Code	Securities	(Month/Day/	Year)	(Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired						(
	Derivative			(A) or						
	Security			Disposed of						
				(D)						
				(Instr. 3, 4,						
					and 5)					
						Date Exercisable	Expiration Date	Title	Amount or Number	
				Code V	(A) (D)	Exercisacio	Bute		of Shares	
Option to Buy	\$ 27.875	06/29/2005		M	800	<u>(4)</u>	03/01/2006	Common Stock	800	
Option to Buy	\$ 27.875	06/30/2005		M	9,200	<u>(4)</u>	03/01/2006	Common Stock	9,200	

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

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

Signatures

/s/ C.J. Rue, Attorney-in-Fact 06/30/2005

**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) Credited to reporting person's account under the issuer's Directors Deferred Compensation Plan.
- (2) Credited to reporting person's account under the issuer's Executive Deferred Compensation Plan.
- (3) Held in reporting person's account under the issuer's Retirement K Savings Plan as of 5/31/2005.
 - Option was granted for 10,000 shares pursuant to the Company's 1985 Stock Option Plan (now the Restated Stock Option Plan). Option
- (4) on 4,000 shares became exercisable on February 25, 1999, option on 3,000 shares became exercisable on January 1, 2000 and option on 3,000 shares became exercisable on January 1, 2001.

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.

Signatures 3