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NORTHWEST NATURAL GAS CO

Form 4

December 04, 2008

FORM	1 /								OMB AF	PPROVAL	
_	UNITEL	STATES		RITIES A shington,			NGE C	COMMISSION	OMB Number:	3235-0287	
if no long subject to Section 1	Check this box if no longer subject to Section 16. Form 4 or Section 2 Section 2 Section 3 Sect						Expires: January 31 200 Estimated average burden hours per response 0.				
obligatio may cont See Instru 1(b).	ns Section 17	(a) of the	Public Ut		ling Con	npany	y Act of	1935 or Section	n		
(Print or Type I	Responses)										
Kirkpatrick Margaret D Sy. No.			Symbol NORTH	Name and				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)			[NWN] 3. Date of Earliest Transaction (Month/Day/Year)					Director 10% Owner X Officer (give title Other (specify			
	EST NATURAL 7, 220 NW SEC		11/25/20	8008				below) VP &	below) General Counso	el	
	(Street)			ndment, Dath/Day/Year)	_	l		6. Individual or Jo Applicable Line) _X_ Form filed by O			
PORTLAN	D, OR 97209							Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	e) Execution any	Execution Date, if		4. Securit n(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common				Code V		or (D)	Price	(Instr. 3 and 4)			
Stock	11/25/2008			P	65 (1)	A	49.39	1,615	D		
Common Stock								192.7328	I	See Footnote (2)	
Reminder: Rep	oort on a separate lir	ne for each c	lass of secu	rities benefi	cially own	ed dir	ectly or i	ndirectly.			

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information contained in this form are not

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(9-02)

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number.

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.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber Expiration Date		Amou	nt of	Derivative	Deriv	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or Number		
						Exercisable	able Date		of		
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kirkpatrick Margaret D NORTHWEST NATURAL GAS COMPANY 220 NW SECOND AVENUE PORTLAND, OR 97209

VP & General Counsel

Signatures

MardiLyn Saathoff, Attorney-in Fact

12/04/2008

**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) Held in brokerage account of reporting person's spouse.
- (2) Share held in reporting person's account under Northwest Natural Gas Company's Retirement K Savings Plan as of October 31, 2008 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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