UGORETZ BETH A Form 4 April 30, 2003

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden
hours per response0.5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

(Print or Type Responses)

1.	Name and Address of Reporting Person*						
	Ugoretz	Beth	Α.				
	(Last)	(First)					
	220 N.W. 2nd Avenue						
		(Street)					
	Portland	OR	97209				
	(City)	(State)	(Zip)				
2.	Issuer Name and Ticker or Trad	ing Symbol					
	Northwest Natural Gas Company	NWN					
3.	I.R.S. Identification Number o	f Reporting Person,	if an entity (voluntary)				
4.	Statement for Month/Day/Year						
	4/30/03						
5.	If Amendment, Date of Original	(Month/Day/Year)					

^{6.} Relationship of Reporting Person(s) to Issuer (Check all applicable)

|_| 10% Owner

|_| Director

	X Officer (give title below)	_	Other (sp	ecif	y below)			
Senior Vice President and General Counsel									
7. Individual or Joint/Group Filing (Check Applicable line)									
X Form Filed by One Reporting Person _ Form Filed by More than One Reporting Person									
====	Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
		2. Trans-	2A. Deemed	3. Transaction		4. Securities Ad Disposed of (Instr. 3, 4	(D)	A) or	
1.	e of Security	action	Date, if any				(A) or		
	tr. 3)			Code V		Amount		Price	
	on Stock, /6 par value	4/30/03				8.177		\$25.48	
*	Shares have bee	n credited to repor	ting person's	s account u	ınder	the issuer's	Executi	ve Deferre	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction

4(b)(v).

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.

FORM 4 (continued)

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

	2. Conversion or Exercise Price	3.	5. Number of Derivative 6. 3A. 4. Securities Date Deemed Trans- Acquired (A) Exercisable and Execut- action or Disposed Expiration Date			7. Title and Amount of Underlying Securities (Instr. 3 and 4)				
1. Title of	of	Trans- action	ion	Code	of (D) (Instr. 3,	(Month/I	Expiration Date (Month/Day/Year) Date Expira- Exer- tion		Amount or	
Derivative Security			any (mm/dd/	8)	4 and 5)	Exer-			Number of	
(Instr. 3)	ity	γу)	уу)	Code V	(A) (D)	cisable	Date	Title	Shares	

Explanation of Responses:

Beth A. Ugoretz*	4/30/03
Beth A. Ugoretz	
**Signature of Reporting Person	Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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 ${\tt OMB}$ Number.

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