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LACLEDE GROUP INC
Form U-3A-2
October 01, 2001

The Laclede Group, Inc.
File No. 1-16681

FORM U-3A-2

Statement by Holding Company Claiming Exemption
Under Rule U-3A-2 from the Provisions of the
Public Utility Holding Company Act of 1935

THE LACLEDE GROUP, INC.
(name of company)

hereby files with the Securities and Exchange Commission, pursuant to Rule 2, its statement claiming exemption as a holding company from the provisions of the Public Utility Holding Company Act of 1935, and submits the following information:

1. Name, state of organization, location and nature of business of claimant and every subsidiary thereof, other than any exempt wholesale generator (EWG) or foreign utility company in which claimant directly or indirectly holds an interest.

The Laclede Group, Inc., a Missouri corporation incorporated October 18, 2000, is a holding company that directly or indirectly holds interests in the following subsidiaries, each of whom is organized under the laws of the State of Missouri:

- a. Laclede Gas Company, a public utility that was incorporated in 1857. Its service area includes the City of St. Louis, St. Louis County, the City of St. Charles and parts of St. Charles County, the town of Arnold, and parts of Jefferson, Franklin, St. Francois, Ste. Genevieve, Iron, Madison and Butler Counties, all in Missouri.
- b. Laclede Pipeline Company, which operates a propane pipeline that connects Laclede Gas' propane storage facilities in St. Louis County, Missouri to propane supply terminal facilities located at Wood River and Cahokia, Illinois. Laclede Gas vaporizes the propane to supplement its natural gas supply and meet the peak demands on the distribution system.
- c. Laclede Investment Corporation, which invests in other enterprises and has made loans to several joint ventures engaged in real estate development.
- d. Laclede Energy Resources, Inc., a wholly owned subsidiary of Laclede Investment, which engages in non-utility efforts to market natural gas and related activities.
- e. Laclede Gas Family Services, Inc., a wholly owned subsidiary of Laclede Energy Resources, which is a registered insurance agency in the State of Missouri, that promotes the sale of supplemental hospitalization, accident, supplemental Medicare and life insurance by Life Insurance Company of North America,

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Washington National Insurance Company, Fidelity Security Life Insurance Company and Union Fidelity Life Insurance Company.

- f. Laclede Development Company, which participates in real estate developments, primarily through joint ventures.
- g. Laclede Venture Corp., a wholly owned subsidiary of Laclede Development, which offers services for the compression natural gas to third parties who desire to use or to sell compressed natural gas in vehicles.

The business address of the Claimant and each of its subsidiaries, except Laclede Energy Resources, Inc., is:

720 Olive Street
St. Louis, MO 63101

The business address of Laclede Energy Resources, Inc. is:

68 N. Elam
St. Louis, MO 63088

2. A brief description of the properties of claimant and each of its subsidiary public utility companies used for the generation, transmission and distribution of electric energy for sale, or for the production, transmission, and distribution of natural or manufactured gas, indicating the location of principal generating plants, transmission lines, producing fields, gas manufacturing plants, and electric and gas distribution facilities, including all such properties which are outside the State in which claimant and its subsidiaries are organized and all transmission or pipelines which deliver or receive electric energy or gas at the borders of such State.

The Claimant's properties consist primarily of the utility properties of Laclede Gas. Laclede Gas' properties consist primarily of natural gas distribution systems and related facilities and local offices all in the State of Missouri. As of December 31, 2000 Laclede Gas had a natural gas storage field in Missouri designed to provide annual withdrawals of 5.5 million MMBTus of gas based on the inventory level that Laclede Gas plans to maintain; a contractual right to store approximately 23.1 Bcf of natural gas in Louisiana and a liquefied propane storage cavern that has a natural gas equivalent of 3 Bcf.

3. The following information for the last calendar year with respect to claimant and each of its subsidiary public utility companies.

- a. Number of kwh. of electric energy sold (at retail or wholesale), and mcf. of natural gas or manufactured gas distributed at retail.

CLAIMANT	SUBSIDIARY
-----	-----
The Laclede Group, Inc.	Laclede Gas Company
None	84,273,896 Mcf.

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b. Number of kwh. of electric energy and Mcf. of natural or manufactured gas distributed at retail outside the State in which each such company is organized.

CLAIMANT -----	SUBSIDIARY -----
The Laclede Group, Inc.	Laclede Gas Company
None	None

c. Number of kwh. of electric energy and Mcf. of natural or manufactured gas sold at wholesale outside the State in which each such company is organized, or at the State line.

CLAIMANT -----	SUBSIDIARY -----
The Laclede Group, Inc.	Laclede Gas Company
None	10,064,676

d. Number of kwh. of electric energy and Mcf. of natural or manufactured gas purchased outside the State in which each such company is organized or at the State line.

CLAIMANT -----	SUBSIDIARY -----
The Laclede Group, Inc.	Laclede Gas Company
None	93,894,174 Mcf.

4. The following information for the reporting period with respect to claimant and each interest it holds directly or indirectly in an EWG or a foreign utility company, stating monetary amounts in United States dollars:

a. Name, location, business address and description of the facilities used by the EWG or foreign utility company for the generation, transmission and distribution of electric energy for sale or for the distribution at retail of natural or manufactured gas.

CLAIMANT -----	SUBSIDIARY -----
The Laclede Group, Inc.	Laclede Gas Company
None	None

b. Name of each system company that holds an interest in such EWG or foreign utility company and description of the interest held.

CLAIMANT -----	SUBSIDIARY -----
The Laclede Group, Inc.	Laclede Gas Company
None	None

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c. Type and amount of capital invested, directly or indirectly, by the holding company claiming exemption; any direct or indirect guarantee of the security of the EWG or foreign utility company by the holding company claiming exemption; and any debt or

other financial obligation for which there is recourse, directly or indirectly, to the holding company claiming exemption or another system company, other than the EWG or foreign utility company.

CLAIMANT -----	SUBSIDIARY -----
The Laclede Group, Inc.	Laclede Gas Company
None	None

d. Capitalization and earnings of the EWG or foreign utility company during the reporting period.

CLAIMANT -----	SUBSIDIARY -----
The Laclede Group, Inc.	Laclede Gas Company
None	None

e. Identify any service, sales or construction contract(s) between the EWG or foreign utility company and a system company, and describe the services to be rendered or goods sold and fees or revenues under such agreement(s).

CLAIMANT -----	SUBSIDIARY -----
The Laclede Group, Inc.	Laclede Gas Company
None	None

EXHIBIT A

A consolidating statement of income and surplus of the claimant and its subsidiary companies for the last calendar year, together with a consolidating balance sheet of claimant and its subsidiary companies as of the close of such calendar year.

The reorganization by which The Laclede Group, Inc. became the holding company of Laclede Gas Company became effective after the close of business on September 30, 2001. Accordingly, the financial statements presented are based on the financial statements of Laclede Gas Company and its former subsidiaries for the calendar year ended December 31, 2000.

EXHIBIT B

An organizational chart showing the relationship of each EWG or foreign utility company to associate companies in the holding company system.

None.

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The above-named claimant has caused this statement to be duly executed on its behalf by its authorized officer on this first day of October, 2001.

The Laclede Group, Inc.

By: /s/ Douglas H. Yaeger

 Chairman of the Board,
 President and Chief
 Executive Officer

Corporate Seal
 Attest:

/s/ Mary Caola Kullman

Name, title and address of officer to whom notices and correspondence concerning this statement should be addressed:

Gerald T. McNeive, Jr.
 Senior Vice President Finance and General Counsel
 720 Olive Street
 Room 1522
 St. Louis, MO 63101

LACLEDE GAS COMPANY AND SUBSIDIARY COMPANIES
 CONSOLIDATING STATEMENTS OF INCOME
 TWELVE MONTHS ENDED DECEMBER 31, 2000
 (UNAUDITED)
 (THOUSANDS OF DOLLARS)

	Laclede Gas Company	Laclede Pipeline Company	Laclede Development Company	Laclede Investmen Company
	-----	-----	-----	-----
Operating Revenues:				
Utility operating revenues	\$ 707,718	\$ 2,589	\$ -	\$
Non-utility operating revenues	3,094	-	1,370	45,86
	-----	-----	-----	-----
Total Operating Revenues	710,812	2,589	1,370	45,86
	-----	-----	-----	-----

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Operating Expenses:

Utility operating expenses				
Natural and propane gas	445,757	1,242	-	
Other operation expenses	91,391	57	-	
Maintenance	18,412	53	-	
Depreciation and amortization	25,681	116	-	
Taxes, other than income taxes	49,715	8	-	
	-----	-----	-----	-----
Total utility operating expenses	630,956	1,476	-	
Non-utility operating expenses	3,041	-	336	45,68
	-----	-----	-----	-----
Total Operating Expenses	633,997	1,476	336	45,68
	-----	-----	-----	-----
Operating Income	76,815	1,113	1,034	18
Other Income and Income Deductions - Net	3,628	-	269	15
	-----	-----	-----	-----
Income Before Interest and Income Taxes	80,443	1,113	1,303	34
	-----	-----	-----	-----
Interest Charges:				
Interest on long-term debt	15,757	-	-	
Other interest charges	10,287	-	-	
	-----	-----	-----	-----
Total Interest Charges	26,044	-	-	
	-----	-----	-----	-----
Income Before Income Taxes	54,399	1,113	1,303	34
Income Taxes	19,498	421	529	13
	-----	-----	-----	-----
Net Income	\$ 34,901	\$ 692	\$ 774	\$ 20
	=====	=====	=====	=====

LACLEDE GAS COMPANY AND SUBSIDIARY COMPANIES
STATEMENT OF CONSOLIDATING RETAINED EARNINGS
12 MONTHS ENDED DECEMBER 31, 2000
(UNAUDITED)
(THOUSANDS OF DOLLARS)

	Laclede Gas Company	Laclede Pipeline Company	Laclede Development Company	Laclede Investmen Company
	-----	-----	-----	-----
Balance at Beginning of Year	\$ 203,081	\$ 7,515	\$ 9,805	\$ (6,48
Add - Net Income, per statements	34,901	692	774	20
	-----	-----	-----	-----
Total	237,982	8,207	10,579	(6,28
	-----	-----	-----	-----
Deduct - Cash Dividends Declared:				
Preferred stock	91	-	-	
Common stock	25,297	-	-	
	-----	-----	-----	-----
Total	25,388	-	-	

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Balance at End of Year	\$ 212,594	\$ 8,207	\$ 10,579	\$ (6,28
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LACLEDE GAS COMPANY AND SUBSIDIARY COMPANIES
CONSOLIDATING BALANCE SHEETS
DECEMBER 31, 2000
(UNAUDITED)
(THOUSANDS OF DOLLARS)

	Laclede Gas Company	Laclede Pipeline Company	Laclede Development Company	Laclede Investment Company
ASSETS				
Utility Plant	\$ 925,004	\$ 5,385	\$ -	\$ -
Less: Accumulated depreciation and amortization	373,560	2,296	-	-
Net Utility Plant	551,444	3,089	-	-
Other Property and Investments	42,705	-	3,514	719
Current Assets:				
Cash and cash equivalents	4,774	340	127	1,860
Notes Receivable	-	-	13,698	532
Accounts receivable - net	228,386	5,884	306	11,196
Materials, supplies, and merchandise	6,024	38	-	-
Natural gas stored underground for current use	61,914	-	-	23
Propane gas for current use	9,717	-	-	-
Prepayments and other	4,161	-	16	1
Unamortized purchased gas adjustments	11,318	-	-	-
Delayed customer billings	6,208	-	-	-
Deferred income taxes	4,531	-	-	-
Total Current Assets	337,033	6,262	14,147	13,612
Deferred Charges:				
Prepaid pension cost	100,714	-	-	-
Regulatory assets	66,566	-	-	-

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Other	2,926	-	44	-
	-----	-----	-----	-----
Total deferred charges	170,206	-	44	-
	-----	-----	-----	-----
Total Assets	\$ 1,101,388	\$ 9,351	\$ 17,705	\$ 14,331
	=====	=====	=====	=====
CAPITALIZATION AND LIABILITIES				
Capitalization:				
Common stock	\$ 20,744	\$ 300	\$ 22	\$ 10
Paid-in capital	85,837	-	6,189	-
Retained earnings	212,595	8,207	10,579	(6,281)
Treasury stock, at cost	(24,017)	-	-	-
	-----	-----	-----	-----
Total common stock equity	295,159	8,507	16,790	(6,271)
Redeemable preferred stock	1,763	-	-	-
Long-term debt (less sinking fund requirements)	234,394	-	-	-
	-----	-----	-----	-----
Total Capitalization	531,316	8,507	16,790	(6,271)
	-----	-----	-----	-----
Current Liabilities:				
Notes payable	204,273	-	-	8,757
Accounts payable	96,774	830	18	11,276
Current portion of preferred stock	21	-	-	-
Taxes accrued	32,366	(31)	222	173
Other	30,398	-	-	449
	-----	-----	-----	-----
Total Current Liabilities	363,832	799	240	20,655
	-----	-----	-----	-----
Deferred Credits and Other Liabilities:				
Deferred income taxes	126,046	45	622	(73)
Unamortized investment tax credits	6,187	-	-	-
Pension and postretirement benefit costs	22,868	-	-	-
Regulatory liabilities	31,922	-	-	-
Other	19,217	-	53	20
	-----	-----	-----	-----
Total Deferred Credits and Other Liabilities	206,240	45	675	(53)
	-----	-----	-----	-----
Total Capitalization and Liabilities	\$ 1,101,388	\$ 9,351	\$ 17,705	\$ 14,331
	=====	=====	=====	=====