LACLEDE GAS CO

FORM 10-K405
(Annual Report (Regulation S-K, item 405))

Filed 12/21/2001 For Period Ending 9/30/2001

Address	720 OLIVE ST
	ST LOUIS, Missouri 63101
Telephone	314-342-0500
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Industry	Natural Gas Utilities
Sector	Utilities
Fiscal Year	09/30

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C.

FORM 10-K

ANNUAL REPORT

For the Fiscal Year Ended September 30, 2001

THE LACLEDE GROUP, INC.

LACLEDE GAS COMPANY

720 Olive Street, St. Louis, MO 63101

SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549
FORM 10-K

(X) ANNUAL REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934
For the Fiscal Year Ended September 30, 2001
OR
( ) TRANSITION REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934
For the Transition Period from _________ to _____________

Commission File Number	Exact Name of Registrant as Specified in its Charter and Principal Office Address and Telephone Number	States of Incorporation	I.R.S. Employer Identification Number
1-16681	The Laclede Group, Inc. 720 Olive Street St. Louis, MO 63101 314-342-0500	Missouri	74-2976504
1-1822	Laclede Gas Company 720 Olive Street St. Louis, MO 63101 314-342-0500	Missouri	43-0368139

Securities registered pursuant to Section 12(b) of the Act (as of the date
of this report)

Name of Registrant	Title of Each Class	Name of Each Exchange on which registered
The Laclede Group, Inc.	Common Stock $1.00 par value	New York Stock Exchange
The Laclede Group, Inc.	Preferred Share Purchase Rights	New York Stock Exchange
Laclede Gas Company	None	

Securities registered pursuant to Section 12(g) of the Act: None.

Indicate by check mark whether the registrant:

(1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such report),

The Laclede Group, Inc.:	Yes	X	No	
Laclede Gas Company:	Yes	X	No	

and (2) has been subject to such filing requirements for the past 90 days:

The Laclede Group, Inc.:	Yes		No	X
Laclede Gas Company:	Yes	X	No	

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. (X)

The aggregate market value of the voting stock held by non-affiliates of the registrant amounted to $446,896,514 as of November 30, 2001.

Indicate the number of shares outstanding of each of the issuer's classes of common stock as of the latest practicable date:

Registrant	Description of Common Stock	Shares Outstanding At November 30, 2001
The Laclede Group, Inc.	Common Stock ($1.00 Par Value)	18,877,987
Laclede Gas Company	Common Stock ($1.00 Par Value)	100

Incorporated by Reference: Form 10-K Part III Proxy Statement dated December 26, 2001* Index to Exhibits is found on page 57.

*The information under the captions "Compensation Committee Report Regarding Executive Compensation", "Performance Graph", and "Audit Committee Report" on pages 12-15 of the Proxy Statement are NOT incorporated by reference.

Part I

Item 1. Business

The Laclede Group, Inc. (Laclede Group) is a public utility holding company committed to providing reliable natural gas service through its regulated core utility operations while developing its presence in non-regulated activities that fit well and provide opportunities for sustainable growth. Its primary subsidiary--Laclede Gas Company (Laclede Gas)--is the largest natural gas distribution utility in Missouri, serving more than 630,000 residential, commercial and industrial customers in St. Louis and surrounding counties of eastern Missouri. As an adjunct to its distribution service, Laclede Gas also operates underground natural gas storage fields. Non-regulated subsidiaries at this time provide less than 10% of revenues.

To the extent information presented in this annual report on Form 10-K is as of September 30, 2001, that information is reported for Laclede Gas, and not Laclede Group.

NATURAL GAS SUPPLY

Beginning with the Natural Gas Policy Act of 1978, the federal government began the process of deregulating producer prices of natural gas. Today, a completely unregulated and highly competitive market exists for natural gas supplies. Prices change by the minute and are heavily impacted by the weather, storage levels, futures prices and the myriad factors that influence a market based entirely on the economic forces of supply and demand. In the early 1990s, the federal government unbundled the traditional merchant function of interstate pipeline transmission companies, prohibiting them from entering into bundled relationships with local distribution companies such as Laclede. Now, we make our own supply, storage, and transportation arrangements, assuming more responsibility and risk than ever before. In addition, state regulators are taking a more active role in utility gas supply strategies and, specifically, gas purchase decisions.

The fundamental gas supply strategy of Laclede Gas remains unchanged--to meet the two-fold objective of: 1) ensuring that the gas supplies we acquire are dependable and will be delivered when needed and, 2) insofar as is compatible with that dependability, purchasing gas that is economically priced. In structuring our natural gas supply portfolio, we continue to focus on a diverse group of suppliers that either own or control significant natural gas assets and that are strategically positioned to meet our primary objectives. We utilize both Mid-Continent and Gulf Coast gas sources to provide a level of supply diversity that facilitates the optimization of pricing differentials as well as protecting against the potential of regional supply disruptions.

In fiscal 2001, Laclede Gas purchased natural gas from 25 different suppliers to meet current gas sales and storage injection requirements. Natural gas purchased by Laclede Gas for delivery to our service area through the Mississippi River Transmission Corporation (MRT) system during the year totaled 78.4 billion cubic feet (Bcf). Laclede Gas holds firm transportation on several interstate pipeline systems that access these gas supplies upstream of MRT. Our western takepoints received an additional 10.0 Bcf of gas from Panhandle Eastern Pipe Line Company through the Missouri Pipeline Company (MPC) system and 8.3 Bcf from the Williams Gas Pipeline system. Some of our commercial and industrial customers also purchased their own gas and delivered to us approximately 18.2 Bcf for transportation to them through our distribution system.

The fiscal 2001 peak day sendout of natural gas to Laclede Gas customers occurred on December 21, 2000, when the average temperature was 8 degrees Fahrenheit. On that day, our customers consumed 982,244 million Btu of natural gas. About 77% of this peak day demand was met with natural gas transported to

St. Louis through the MRT, MPC, and Williams transportation systems, and 23% was met from our on-system storage and peak shaving resources.

UNDERGROUND NATURAL GAS STORAGE

Laclede Gas has a contractual right to store approximately 23.1 Bcf of gas in MRT's storage system located in Unionville, Louisiana. MRT's tariffs allow injections into storage from May 16 through November 15 and require the withdrawal from storage of all but 2.2 Bcf from November 16 through May 15.

In addition, Laclede Gas supplements flowing pipeline gas with natural gas withdrawn from its underground storage field located in St. Louis and St. Charles Counties. The field is designed to provide 357,000 MMBtu of natural gas withdrawals on a peak day, and annual withdrawals of approximately 5,500,000 MMBtu of gas based on the inventory level that Laclede plans to maintain.

PROPANE SUPPLY

Laclede Pipeline Company, a wholly owned subsidiary, operates a propane pipeline that connects the propane storage facilities of Laclede Gas 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.

REGULATORY MATTERS

At the federal level, the Federal Energy Regulatory Commission (FERC) continues to consider changes in the regulation of interstate pipeline transportation service that could affect the future costs of Laclede Gas and, ultimately, the rates its customers pay. Laclede Gas is monitoring these developments closely and will intervene when necessary to promote the best interests of both Laclede Gas and its customers.

At the state level, there have been several important developments during the last fiscal year affecting Laclede Gas, some of them are still pending.

On May 18, 2001, Laclede Gas filed a request with the Missouri Public Service Commission for a general rate increase that would add $39.8 million in annual revenues. The Commission suspended the implementation of the proposed rates until April 15, 2002, and set the case for hearing. In mid-November 2001, we reached an agreement with the Commission's Staff, the Office of Public Counsel, and other parties on a settlement that would increase our annual revenues by about $15 million. The Commission approved this agreement, and new rate schedules became effective for natural gas service rendered on and after December 1, 2001.

Last winter, natural gas prices at the wellhead soared to approximately $10 per MMBtu as a result of weak supply fundamentals before the start of the winter season and the record cold temperatures in November and December 2000. As a result, in late January 2001, Laclede Gas made an unscheduled Purchased Gas Adjustment (PGA) filing to increase the gas cost component of its rates. The Company subsequently lowered its rates in February in response to a rapid reduction in natural gas prices and to expedite the flow-through to customers of certain savings Laclede Gas realized from its Price Stabilization Program. During the period of high gas bills, several groups--including the Missouri Attorney General, a special task force created by the Commission, and the Missouri Energy Task Force created by Governor Bob Holden--were commissioned to investigate the cause of the high natural gas prices. The investigations found, as Laclede Gas anticipated, that Missouri's natural gas distribution companies did not contribute to the problem of high wholesale prices.

In the near future, Laclede Gas plans to make a filing with the Commission to revise our PGA clause so that we would be permitted to adjust the gas cost component of our rates more frequently to recover our costs. This is prompted by our inability, under our current tariffs, to recover our gas costs on a timely basis during this past winter when natural gas prices skyrocketed. Since November 1997, we have been restricted to two scheduled gas cost adjustments per year, one in November at the start of the winter season and one in April at the start of the summer season. In addition, if certain conditions were met, we were permitted to make one unscheduled adjustment during the winter months. Under our proposed new system, we would implement scheduled gas cost adjustments in November, January, March and June, thereby enabling us to more closely recover our cost of gas, especially during the high-volume winter months.

In November 2000 Laclede Gas made a filing to make certain revisions to its Gas Supply Incentive Plan (GSIP), which was scheduled to expire on September 30, 2001. Our filing was opposed by the Commission Staff and the Office of the Public Counsel, and on September 20, 2001, the Commission voted to let the Company's GSIP expire. Laclede Gas has filed for rehearing of this matter and is prepared to pursue its options in the courts, if necessary.

During fiscal 2001, Laclede Gas achieved approximately $28.6 million in gains from its incentive-based Price Stabilization Program (PSP), which we shared with our customers. In December 2000, the Staff of the Commission and the Office of the Public Counsel recommended to the Commission that the PSP be terminated at the end of the 2000-2001 winter. We vigorously opposed such termination and, in February 2001, to resolve the challenges to continuation of the program, we offered to forego our retention of $4 million of our share of PSP gains so that additional financial instruments could be purchased for the 2001-2002 heating season. The Commission subsequently issued an order in which it accepted our offer and declined to terminate the PSP before the end of the 2001-2002 heating season. In October 2001, because of concerns expressed by the Commission in its GSIP order regarding the pre-approval of parameters for purchasing financial instruments, we decided not to seek renewal of the PSP beyond the current heating season.

On March 29, 2001, Laclede Gas' principal pipeline supplier, MRT, filed a rate increase with the Federal Energy Regulatory Commission that would have increased Laclede's cost for transportation and storage services on MRT's system by approximately $8 million per year. In October 2001, MRT, Laclede Gas, and other parties agreed to a settlement that reduces Laclede Gas' cost on MRT by approximately $6 million over the five-year period beginning October 1, 2001.

OTHER PERTINENT MATTERS

At its January 25, 2001 annual meeting of shareholders, Laclede Gas shareholders approved, by a two-thirds majority, a proposal to reorganize its corporate structure to form a holding company, known as The Laclede Group, Inc. Laclede subsequently received the necessary approval for this restructuring from the MoPSC, and the corporate restructuring became effective on October 1, 2001. Under the new structure, Laclede Gas and its former subsidiaries operate as separate subsidiaries of The Laclede Group. The following charts illustrate the major organizational changes resulting from this restructuring.

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                              Organization Structure
                              Prior to October 1, 2001

                         -----------------------------
                              Laclede Gas Company
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      ---------------------------------------------------------------------
               |                                 |                                |
---------------------------------- ----------------------------- -------------------------
     Laclede Investment LLC         Laclede Development Company   Laclede Pipeline Company
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 Laclede Energy Resources, Inc.          Laclede Venture Corp.
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Laclede Gas Family Services, Inc.
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                              Organization Structure
                              Effective October 1, 2001

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                           The Laclede Group, Inc.
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   ------------------------------------------------------------------------------------------
          |                        |                                |                           |
--------------------- ---------------------------------- ----------------------------- -------------------------
 Laclede Gas Company       Laclede Investment LLC         Laclede Development Company   Laclede Pipeline Company
--------------------- ---------------------------------- ----------------------------- -------------------------
                                   |                                |
                      ---------------------------------- -----------------------------
                       Laclede Energy Resources, Inc.        Laclede Venture Corp.
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                                   |
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                      Laclede Gas Family Services, Inc.
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Since the October 1, 2001 restructuring, stock certificates previously representing shares of Laclede Gas common stock have represented the same number of shares of The Laclede Group common stock. All serial preferred stock issued by Laclede Gas remains issued and outstanding as shares of Laclede Gas serial preferred stock. The dividend rate for the preferred stock has not changed and those dividends will continue to be paid by Laclede Gas. All outstanding indebtedness and other obligations of Laclede Gas prior to the restructuring remain outstanding as obligations of Laclede Gas.

On October 1, 2001, The Laclede Group had no outstanding securities other than common stock, but it could issue other securities in the future. The Laclede Group common stock is listed on the New York Stock Exchange and trades under the ticker symbol "LG".

The consolidated financial statements and these associated notes were based upon the corporate organizational structure that was in place during the three fiscal years ended September 30, 2001. As previously discussed, the corporate reorganization became effective on October 1, 2001. However, had the reorganization occurred on September 30, 2001, The Laclede Group's consolidated financial statements and associated notes would have been virtually identical to those reported in these financial statements and notes thereto.

On December 12, 2001, Laclede Group reached an agreement with NiSource Inc. to acquire 100% of the stock of SM&P Utility Resources, Inc., one of the nation's largest underground locating and marking service businesses. The $43 million transaction is expected to close in January 2002 and to be accretive to earnings beginning in fiscal 2002.

SM&P, a Carmel, Indiana-based company, performs over 10 million locates a year and currently generates approximately $130 million in revenues from the $1.3 billion facility-locating industry. Its 2,000 employees operate across 10 centrally located states--Illinois, Indiana, Kansas, Michigan, Minnesota, Missouri, Ohio, Oklahoma, Texas and Wisconsin.

Locators mark the placement of underground facilities for major providers of natural gas, electric, water, cable TV and fiber optic services so that construction work can be performed without damaging buried facilities.

SM&P's revenue flow is expected to not only diversify Laclede Group's earnings but also to be counter-seasonal to those of Laclede Gas. This acquisition will be financed initially with conventional bank debt. When the transaction is closed, SM&P will operate as a subsidiary of Laclede Group and will remain headquartered in Indiana.

The business of Laclede Gas is subject to a seasonal fluctuation with the peak period occurring in the winter season.

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As of September 30, 2001, Laclede Gas had 1,997 employees, which includes 14 part-time employees.

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Laclede Gas has a labor agreement with Locals 5-6 and 5-194 of the Paper, Allied-Industrial, Chemical & Energy Workers International Union (formerly known as the Oil, Chemical and Atomic Workers International Union), two locals which represent approximately 70% of Laclede's employees. On July 30, 2000, Laclede and Union representatives reached a new four-year labor agreement replacing the prior agreement which was to expire July 31, 2000. The new contract extends through July 31, 2004. The settlement resulted in wage increases of 2.75% in all four years, along with lump-sum payment provisions and other benefit improvements.

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The business of Laclede Gas has monopoly characteristics in that it is the only distributor of natural gas within its (franchised) service area. The principal competition is the local electric company. Other competitors in Laclede's service area include suppliers of fuel oil, coal, liquefied petroleum gas in outlying areas, and in a portion of downtown St. Louis, a district steam system. Gas for househeating, certain other household uses, and commercial and industrial space heating has historically been sold by Laclede at prices generally lower than are charged for competitive fuels and other energy forms. Coal is competitive as a fuel source for very large boiler plant loads, but environmental concerns have forestalled any significant market inroads. Oil and propane can be used to fuel boiler loads and certain direct-fired process applications, but these fuels vary widely in price throughout the year, thus limiting the competitiveness of these fuels. In certain cases, district steam has been competitive with gas for downtown area heating users. In the past five years, Laclede has made a net conversion of four steam customers representing approximately 2.2 million annual therm sales.

Laclede Gas' residential, commercial, and small industrial markets, representing 90% of sales, remain committed to gas. Laclede Gas knows of no reason why natural gas should not continue generally to have a price advantage over electricity and other forms of energy in the foreseeable future. Laclede's exposure to price competition is not presently a substantial factor and exists primarily in the large industrial and commercial boiler fuel market where coal is the competing form of energy.

Laclede Gas offers gas transportation service to its large user industrial and commercial customers. The tariff approved for that type of service produces a margin similar to that which Laclede Gas would have received under its regular sales rates. The availability of gas transportation service and favorable spot market prices for natural gas during certain times of the year may offer additional competitive advantages to Laclede Gas and new opportunities for cogeneration and large tonnage air conditioning applications.

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Laclede Gas is subject to various environmental laws and regulations. To date they have not materially affected the financial position and results of operations of Laclede Gas. By far, the single largest environmental issue facing Laclede, and the gas industry as a whole, is the cleanup of former manufactured gas plants (or "MGPs"). For a detailed discussion of environmental matters, see Note 13 in the Notes to the Consolidated Financial Statements on page 46.

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No additional common stock shares were issued in fiscal 2001 or fiscal 2000.

Customers and revenues contributed by each class of customers of Laclede Gas for the last three fiscal years are as follows:

Utility Operating Revenues $(000)	2001	2000	1999
Residential	$619,090	$346,159	$324,115
Commercial & Industrial	250,741	123,578	112,890
Interruptible	3,063	1,922	1,808
Transportation	14,350	13,722	14,132
Off-System and Other Incentive	30,218	40,163	16,216
Provision for Refunds and Other	12,055	5,608	4,549
Total	$929,517	$531,152	$473,710

Customers (End of Period)	2001	2000	1999
Residential	584,269	586,783	582,719
Commercial & Industrial	39,264	39,419	39,041
Interruptible	15	14	13
Transportation	152	154	155
Total Customers	623,700	626,370	621,928

Laclede Gas has franchises having initial terms varying from five years to an indefinite duration. Generally, a franchise allows Laclede Gas to lay pipes and other facilities in the community. The franchise in Florissant, Missouri expired in 1992 and since that time Laclede has continued to provide service in that community without a formal franchise. All of the franchises are free from unduly burdensome restrictions and are adequate for the conduct of Laclede Gas' current public utility business in the State of Missouri.

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Laclede Investment LLC, a wholly owned subsidiary of The Laclede Group, invests in other enterprises and has made loans to several joint ventures engaged in real estate development.

Laclede Energy Resources, Inc., a wholly owned subsidiary of Laclede Investment LLC, is engaged in non-utility efforts to market natural gas and related activities.

Laclede Gas Family Services, Inc., a wholly owned subsidiary of Laclede Energy Resources, Inc., is a registered insurance agency in the State of Missouri. It promotes the sale of insurance-related products.

Laclede Development Company, a wholly owned subsidiary of The Laclede Group, participates in real estate development, primarily through joint ventures.

Laclede Venture Corp., a wholly owned subsidiary of Laclede Development Company, offers services for the compression of natural gas to third parties who desire to use or to sell compressed natural gas for use in vehicles. Laclede Venture Corp. also has a 28.5% interest in the LBP Partnership, a general partnership which previously engaged in research and development of light beam profiling technology. There is presently no book value and no effect on earnings is anticipated from this partnership investment.

The lines of business that constitute the non-utility activities of the corporate family are not considered separately reportable operating segments as defined by current accounting standards.

Item 2. Properties

The principal utility properties of Laclede Gas consist of approximately 8,092 miles of gas main, related service pipes, meters and regulators. Other physical properties include regional office buildings and holder stations. Extensive underground gas storage facilities and equipment are located in an area in North St. Louis County extending under the Missouri River into St. Charles County. Substantially all of Laclede Gas' utility plant is subject to the liens of its mortgage.

All of the utility properties of Laclede Gas are held in fee or by easement or under lease agreements. The principal lease agreements include underground storage rights which are of indefinite duration and the general office building. The current lease on the general office building extends through February 2005 with options to renew for up to 15 additional years.

The non-utility properties of The Laclede Group do not constitute a significant portion of its properties.

Item 3. Legal Proceedings

For a description of environmental matters, see Note 13 to the Consolidated Financial Statements on page 46. For a description of pending regulatory matters of Laclede Gas, see Part I, Item I, Business, Regulatory Matters on page 4.

In late August 2001, Laclede Gas was named a defendant in a lawsuit in the Circuit Court of the City of St. Louis, Missouri, Ronald J. Johnson vs. Laclede Gas Company, alleging that a class of persons residing in homes provided natural gas by Laclede Gas through direct buried copper service lines have, among other things, suffered diminution in property values and annoyance and discomfort due to residing in homes served by such allegedly corroded lines. The suit seeks actual and punitive damages and an injunction requiring the repair and/or replacement of all such lines, which are alleged to number approximately 78,000. By letter dated September 21, 2001, its liability insurer advised Laclede Gas that the claims in the lawsuit, as presently pled, fail to qualify for any coverage under its excess general liability policy. Laclede Gas disagrees and continues to assert its right to coverage under the policy. The gas distribution business of Laclede Gas is regulated by the MoPSC, including as to safe and adequate service and rate matters. Under a current program, the Commission has provided for the monitoring and replacement of such lines. The costs of replacement, including carrying costs, have been included in rates established by the Commission. The MoPSC has filed a Motion to Intervene and a Motion to Strike Plaintiff's Prayer for Injunctive Relief and to Stay Matters Within the Primary Jurisdiction of the MoPSC. The court subsequently granted the MoPSC's request for intervention. Laclede Gas filed a Motion to Dismiss which urged, among other things, the exclusive jurisdiction of the MoPSC as to gas safety matters generally and the direct buried copper service replacement program in particular. Laclede Gas presently expects that the Court will rule on its motion to dismiss the claims by December 31, 2001. If the suit is not dismissed, Laclede Gas currently expects that the Court would rule on class certification in mid-2002 and that a trial would be set for sometime after the beginning of 2003. At this time Laclede Gas does not believe that the ultimate outcome of the case will be materially adverse. However, litigation is inherently uncertain and to the extent that Laclede Gas incurs expense above amounts of available insurance, if any, and those which may be recovered in rates under the Commission's program, the litigation could have a material effect on the future financial position and results of operations of Laclede Gas.

Laclede Gas is involved in litigation, claims, and investigations arising in the normal course of business. While the results of such litigation cannot be predicted with certainty, management, after discussion with counsel, believes the final outcome will not have a material adverse effect on the consolidated financial position and results of operations reflected in the financial statements presented herein.

Item 4. Submission of Matters to a Vote of Security Holders

There were no matters submitted to a vote of security holders during the fourth quarter of fiscal year 2001.

EXECUTIVE OFFICERS OF REGISTRANT

Name, Age, and Position with Company	Appointed (1)
D. H. Yaeger, Age 52	
The Laclede Group	
Chairman, President and Chief Executive Officer	October 2000
Laclede Gas	
Chairman, President and Chief Executive Officer	January 1999
President and Chief Executive Officer	January 1999
President and Chief Operating Officer	December 1997
Executive Vice President - Operations and Marketing	September 1995
G. T. McNeive, Jr., Age 59	
The Laclede Group	
Senior Vice President	October 2000
Laclede Gas	
Senior Vice President - Finance and General Counsel	March 1998
Senior Vice President - Finance and Chief Financial Officer	September 1995
K. J. Neises, Age 60	
Laclede Gas	
Senior Vice President - Energy and Administrative Services	March 1998
Senior Vice President - Gas Supply and Regulatory Affairs	September 1995
J. Moten, Jr., Age 60	
Laclede Gas	
Senior Vice President - Operations and Marketing	July 2001
Vice President - Community Relations	January 1994

R. E. Shively, Age 39

Laclede Gas

Senior Vice President - Business and Services Development (2)	January 2001

C. R. Hoeferlin, Age 39

Laclede Gas

Vice President - Operations	July 2001
Assistant Vice President - Operations	January 2001
(Superintendent of Operations)	May 1999
(Chief Engineer)	December 1996
(Senior Maintenance Engineer)	January 1996

M. R. Spotanski, Age 41

Laclede Gas

Vice President - Finance	January 2001
Assistant Vice President - Finance	January 2000
(Assistant to the President)	March 1998
(Manager, Gas Supply Planning)	January 1996
(Senior Rate Analyst)	January 1992

P. J. Palumbo, Age 56

Laclede Gas

Vice President - Industrial Relations	September 1992

J. A. Fallert, Age 46

Laclede Gas

Controller	February 1998
(Manager, Financial Services)	February 1992

R. L. Krutzman, Age 55

The Laclede Group

Treasurer and Assistant Secretary	October 2000

Laclede Gas

Treasurer and Assistant Secretary	February 1996
(Manager, Tax and Payroll)	February 1992

M. C. Kullman, Age 41

The Laclede Group

Corporate Secretary	October 2000

Laclede Gas

Secretary and Associate General Counsel	February 2001
Secretary and Associate Counsel	February 1998
(Associate Counsel)	August 1990

P. B. Hunker, Jr., Age 62

Laclede Gas

Assistant Vice President - Associate General Counsel	February 1997
(Associate General Counsel)	January 1981

S. F. Mathews, Age 43

Laclede Gas

Assistant Vice President - Gas Supply	February 2001
(Director of Gas Supply)	September 1995

M. C. Pendergast, Age 45

Laclede Gas

Assistant Vice President - Associate General Counsel	January 2000
(Associate General Counsel)	November 1997
(Assistant General Counsel)	November 1993

R. L. Sherwin, Age 48
Laclede Gas

Assistant Vice President - Regulatory Administration	February 1999
Assistant Vice President - Human Resources	January 1997
Assistant Vice President - Customer Accounting	September 1992

R. A. Skau, Age 44
Laclede Gas

Assistant Vice President - Human Resources	September 2001
(Manager Labor Relations)	February 1996

M. D. Waltermire, Age 43
Laclede Gas

Assistant Vice President - Planning	May 2001
(Director - Internal Audit)	January 1995

L. D. Rawlings, Age 48
Laclede Gas

Assistant Treasurer (3)	February 2000

( ) Indicates a non-officer position.
(1) Officers of Laclede Gas Company are normally reappointed at the Annual Meeting of the Board of Directors in January of each year "to serve for the ensuing year and until their successors are elected and qualify".
(2) Prior to joining Laclede, Mr. Shively was a principal in the Atlanta office of Scott Madden & Associates since December 1994.
(3) Ms. Rawlings served as Vice President and Assistant Treasurer at Mercantile Bancorporation, which became Firstar Corp. in September 1999, from February 1996 to January 2000.

Part II

Item 5. Market for the Registrant's Common Equity and Related Shareholder

Matters

At September 30, 2001, there were 7,922 holders of record of Laclede's common stock, which was listed on the New York and Chicago Stock Exchanges. As of October 1, 2001, the certificates for Laclede Gas common stock are deemed to represent the same number of shares of The Laclede Group common stock. The Laclede Group's stock is listed on the NYSE and trades under the symbol "LG."

Common Stock Market and Dividend Information

	Price Range		Dividends
Fiscal 2001	High	Low	Declared
1st Quarter	24.7500	21.3750	$.335
2nd Quarter	24.6250	21.2500	$.335
3rd Quarter	25.4800	23.1000	$.335
4th Quarter	25.4000	21.7500	$.335

	Price Range		Dividends
Fiscal 2000	High	Low	Declared
1st Quarter	23.4375	20.0000	$.335
2nd Quarter	21.8750	17.5000	$.335
3rd Quarter	20.6250	18.7500	$.335
4th Quarter	22.6875	19.1875	$.335

Item 6. Selected Financial Data

(Thousands Except Per Share Amounts)	2001	2000	1999	1998	1997
	Fiscal Years Ended September 30				
Summary of Operations					
Operating Revenues:					
Utility operating revenue	$ 929,517	$531,152	$473,710	$548,192	$607,236
Non-utility operating revenues	72,592	34,976	17,608	13,651	8,494
Total operating revenues	1,002,109	566,128	491,318	561,843	615,730
Operating Expenses:					
Utility operating expenses:					
Natural and propane gas	645,761	295,263	246,350	311,869	357,755
Other operation expenses	101,936	87,063	83,762	86,183	90,778
Maintenance	19,327	18,644	19,583	18,720	18,273
Depreciation & amortization	26,337	24,774	21,490	25,310	25,890
Taxes, other than income taxes	65,077	42,799	41,669	43,782	46,543
Total utility operating expenses	858,438	468,543	412,854	485,864	539,239
Non-utility operating expenses	71,346	34,242	17,245	12,659	7,547
Total operating expenses	929,784	502,785	430,099	498,523	546,786
Operating Income	72,325	63,343	61,219	63,320	68,944
Allowance for Funds Used During Construction	749	397	739	609	367
Other Income and Income Deductions - Net	668	338	(942)	674	597
Income Before Interest and Income Taxes	73,742	64,078	61,016	64,603	69,908
Interest Charges:					
Interest on long-term debt	18,372	15,164	13,966	14,797	14,169
Other interest charges	10,067	8,844	6,627	6,473	4,919
Total interest charges	28,439	24,008	20,593	21,270	19,088
Income Before Income Taxes	45,303	40,070	40,423	43,333	50,820
Income Taxes (Note 9)	14,831	14,105	14,361	15,441	18,354
Net Income	30,472	25,965	26,062	27,892	32,466
Dividends on Preferred Stock	87	93	97	97	97
Earnings Applicable to Common Stock	$ 30,385	$ 25,872	$ 25,965	$ 27,795	$ 32,369
Earnings Per Share of Common Stock	$1.61	$1.37	$1.43	$1.58	$1.84

Item 6. Selected Financial Data (continued)

(Thousands Except Per Share Amounts)	Fiscal Years Ended September 30 2001	2000	1999	1998	1997
Dividends Declared- Common Stock	$ 25,296	$ 25,297	$ 24,459	$ 23,229	$ 22,825
Dividends Declared Per Share of Common Stock	$1.34	$1.34	$1.34	$1.32	$1.30
Utility Plant					
Gross Plant-End of Period	$ 955,161	$921,378	$876,431	$835,923	$794,901
Net Plant-End of Period	572,619	548,833	519,378	490,682	467,678
Construction Expenditures	46,952	51,635	48,698	47,254	42,842
Property Retirements	13,141	6,663	8,190	6,205	6,241
Total Assets	$ 975,910	$931,740	$837,664	$777,291	$726,568
Capitalization- End of Period					
Common Stock and Paid-In Capital	$ 106,590	$106,579	$106,570	$ 82,460	$ 80,628
Retained Earnings	205,512	200,423	199,848	198,342	193,776
Accumulated other Comprehensive Income	-	-	(77)	-	-
Treasury Stock	(24,017)	(24,017)	(24,017)	(24,017)	(24,017)
Common stock equity	288,085	282,985	282,324	256,785	250,387
Redeemable Preferred Stock	1,588	1,763	1,923	1,960	1,960
Long-Term Debt	284,459	234,408	204,323	179,238	154,413
Total capitalization	$ 574,132	$519,156	$488,570	$437,983	$406,760
Shares of Common Stock Outstanding-End of period	18,878	18,878	18,878	17,628	17,558
Book Value Per Share	$15.26	$14.99	$14.96	$14.57	$14.26

Item 7. Management's Discussion and Analysis of Financial Condition

This management's discussion analyzes the financial condition and results of operations of Laclede Gas Company (Laclede Gas) and its subsidiaries, under the corporate organizational structure that was in place during the three fiscal years ended September 30, 2001. Effective October 1, 2001, the corporation reorganized, such that Laclede Gas and its subsidiaries became separate subsidiaries of The Laclede Group, Inc. (Laclede Group), an exempt holding company under the Public Utility Holding Company Act of 1935. Note 2 to the Consolidated Financial Statements discusses the new holding company structure.

RESULTS OF OPERATIONS

The primary use for natural gas in the Laclede Gas service area is for residential and commercial heating. Colder weather results in increased volumes of natural gas sold and transported, thus contributing to higher earnings. Temperatures in the Laclede Gas service area during fiscal 2001 were 10% colder than normal and 30% colder than in fiscal 2000--which was the third warmest over the last 100 years. Fiscal 2000 temperatures were 16% warmer than normal and 5% warmer than those experienced in fiscal 1999, which represented the seventh warmest of the century.

As a result of the colder weather experienced during fiscal 2001 (compared with fiscal 2000), consolidated earnings, at $1.61 per share, were up nearly 18% over fiscal 2000 earnings of $1.37 per share (both periods on average shares outstanding of 18,877,987). Earnings per share were $1.43 in fiscal 1999 (on average shares outstanding of 18,138,261). Earnings applicable to common stock was $30.4 million for fiscal 2001, $25.9 million for fiscal 2000, and $26.0 million for fiscal 1999.

The $0.24 per share increase in fiscal 2001 earnings versus fiscal 2000 ($1.61 compared with $1.37) was primarily due to the benefit of the colder weather experienced during 2001. However, the benefit was partially offset by higher expenses that resulted from last winter's high wholesale natural gas prices. These included a higher provision for uncollectible accounts and higher carrying costs reflecting the interest and other costs incurred by Laclede Gas from the date it purchased gas in the wholesale market to the time it received payment from its customers. Laclede Gas does not benefit from higher wholesale natural gas prices, which are set in a competitive national market, but passes its actual purchased gas costs through to customers. In addition to the increased costs related to last winter's high wholesale gas prices, fiscal 2001 expenses were higher, when compared with fiscal 2000, due to higher pension costs, expenses related to the formation of a holding company, and other increased costs of doing business.

The slight decrease in earnings in fiscal 2000 (from fiscal 1999) was primarily due to lower system sales volumes arising from the warmer weather experienced during fiscal 2000, higher pension and group insurance costs and higher depreciation expense. Largely offsetting these factors during fiscal 2000 were the benefit of the Laclede Gas general rate increase which became effective December 27, 1999, higher income related to the Gas Supply Incentive Plan and off-system sales, and a lower provision for uncollectible accounts.

Fiscal 2001 consolidated earnings per share of $1.61 include $0.29 per share attributable to the Laclede Gas Company Gas Supply Incentive Plan, an incentive-based program under which Laclede Gas shared with its customers certain gains and losses related to the acquisition and management of its gas supply assets. On September 20, 2001, the Missouri Public Service Commission (MoPSC or Commission), with one dissent, ruled that the program should be allowed to expire on September 30, 2001. Laclede Gas has requested clarification and rehearing, to which the Commission has not yet responded. During its five years of operation, the program has generated more than $160 million in benefits--nearly 80% of which went to reduce customer costs. These benefits, which were generated overwhelmingly by transactions involving out-of-state natural gas producers and marketers, were used to help lower the bills paid by Laclede Gas customers in Missouri. The benefits were achieved through new, innovative gas supply arrangements developed by Laclede Gas, many of which involved Laclede Gas assuming increased risk. The incentive structure rewarded Laclede Gas for its cost-savings effectiveness by permitting it to retain for its shareholders a portion of the total gas cost savings it achieved.

Utility operating revenues for fiscal year 2001 increased $398.4 million, or 75.0%, above fiscal 2000, and in 2000 increased $57.4 million, or 12.1%, above fiscal 1999. The 2001 increase in utility operating revenues was primarily due to higher wholesale gas costs of $317.3 million (reflecting the unprecedented rise in market prices last winter), higher gas sales volumes and other variations amounting to $87.4 million, and, to a lesser extent, the remaining effect of the Laclede Gas 1999 general rate increase of $3.6 million. These factors were slightly offset by lower off-system sales and incentive revenues of $9.9 million. The 2000 increase in utility operating revenues was primarily due to: higher wholesale gas costs of $47.4 million, higher off-system sales and other incentive plan revenues of $23.9 million, and higher revenues of $7.3 million attributable to the partial year effect of the 1999 general rate increase. These factors were partially offset by lower gas sales volumes arising from the warmer weather and other variations, which combined total $21.2 million. Total therms sold and transported in 2001 were 1,118.7 million compared with 1,035.2 million in 2000 and 1,025.9 million in 1999.

Non-utility operating revenues increased $37.6 million in fiscal 2001 (from 2000) and $17.4 million in fiscal 2000 (from 1999). The increase each year was primarily due to higher gas marketing sales in both periods by Laclede Energy Resources, Inc., a wholly owned non-utility subsidiary.

Utility operating expenses in fiscal 2001 increased $389.9 million, or 83.2%, from fiscal 2000, and in 2000 increased $55.7 million, or 13.5%, from fiscal 1999. Natural and propane gas expense increased $350.5 million in fiscal 2001 from fiscal 2000 primarily due to nationwide increases in natural gas rates charged by our suppliers and higher volumes purchased for sendout arising from the colder weather, the effects of which were slightly offset by lower off-system sales gas expense. Natural and propane gas expense increased $48.9 million in fiscal 2000 from fiscal 1999 primarily due to higher rates charged by our suppliers and higher off-system sales gas expense, partially offset by lower volumes purchased for sendout. Other operation and maintenance expenses in 2001 increased $15.6 million, or 14.8%, over 2000 primarily due to increased net pension costs, a higher provision for uncollectible accounts, increased distribution and maintenance costs, higher wage rates, and other increases in the costs of doing business. Other operation and maintenance expenses in 2000 increased $2.4 million, or 2.3%, over 1999 principally due to increased net pension costs, higher group insurance charges, and increased wage rates. These increases were partially offset by lower provisions for uncollectible accounts and injuries and damages, reduced charges for maintenance and distribution and successful ongoing cost-control efforts. Depreciation and amortization expense in 2001 increased $1.6 million, or 6.3%, primarily due to additional depreciable property. In 2000, depreciation and amortization expense increased $3.3 million, or 15.3%, primarily due to additional depreciable property and an increased proportion of amortization related to shorter-lived property. Taxes, other than income taxes, increased $22.3 million in 2001 compared with 2000 and $1.1 million in 2000 compared with 1999. The increases in both periods were principally attributable to higher gross receipts taxes (mainly reflecting increased gas sales revenues).

Non-utility operating expenses increased $37.1 million in fiscal 2001 (compared with 2000), and increased $17.0 million in fiscal 2000 (compared with 1999). The increase in both periods was primarily due to higher gas expense associated with gas marketing sales by Laclede Energy Resources, Inc.

Other income and income deductions-net in 2001 increased $.7 million from 2000 primarily due to higher interest income, partially offset by expenses related to the holding company formation and strategic planning initiatives. Other income and income deductions-net increased by $1.0 million in 2000 compared with 1999. The change from 1999 to 2000 mainly reflects the effect of a one-time $3.2 million pre-tax charge recognized in 1999 resulting from the minority participation of Laclede Gas in Clark Enterprises. Clark Enterprises was comprised of a group of civic-minded St. Louis firms that owned the St. Louis Blues Hockey team and also financed and operated the Kiel Center in downtown St. Louis, the sale of which was negotiated and completed in September 1999. This non-recurring charge was partially offset by a pre-tax gain of approximately $1.9 million recognized in 1999 by a wholly owned subsidiary of Laclede Gas, Laclede Development Company, on the sale of property known as Centre Park 40. Laclede Development owned its interest in Centre Park 40 through a real estate partnership.

Interest expense increased $4.4 million, or 18.5%, in fiscal 2001 from 2000 and increased $3.4 million, or 16.6% in fiscal year 2000 from 1999. The 2001 increase was mainly due to the issuance of $30 million of 7.90% first mortgage bonds in September 2000, the issuance of $50 million of 6 5/8% first mortgage bonds in June 2001, and increased short-term interest expense (reflecting the net effect of higher average borrowings and lower rates). The 2000 increase was mainly due to increased short-term interest expense (reflecting higher average borrowings and increased rates) and the issuance of $25 million of 7% first mortgage bonds in June 1999.

The changes in income tax expenses for all periods reported are mainly due to changes in pre-tax income.

On July 30, 2000, Laclede Gas and Union representatives reached a new four-year labor agreement replacing the prior agreement that was to expire July 31, 2000. The new contract extends through July 31, 2004. The settlement resulted in wage increases of 2.75% in all four years, along with lump-sum payment provisions and other benefit improvements.

REGULATORY MATTERS

At the state level, there have been several important developments during the fiscal year affecting Laclede Gas, some of which are still pending.

On May 18, 2001, Laclede Gas filed a request with the Missouri Public Service Commission for a general rate increase of $39.8 million annually to recover costs related to the operation of its distribution system. This filing culminated in a settlement among the parties to the case, which was approved by the Commission on November 29, 2001. The settlement provided Laclede Gas an annual increase of about $12 million effective December 1, 2001. Additionally, effective on December 1, 2001 Laclede Gas is permitted to charge customers $36 to cover the cost of initiating service at a particular address. This new charge is anticipated to generate additional revenue of about $3 million annually. The settlement also provided for the continued deferral of certain costs related to the Laclede Gas pipe replacement program as well as recovery of costs previously deferred under that program. The cost of removing retired utility plant is treated as an expense pursuant to this settlement, rather than being included in depreciation rates. However, Laclede Gas will continue to pursue a reversal of the Commission's treatment of depreciation rates in the courts as discussed in greater detail below. As part of the settlement, Laclede Gas agreed to implement the terms of a rulemaking promulgated by the Commission on November 8, 2001 which relaxed the requirements for this coming winter heating season for reinstatement of certain customers who had been disconnected for nonpayment. The settlement provides for a recovery mechanism under which Laclede Gas will be reimbursed for any incremental costs associated with the new rule. Finally, under the terms of the agreement, Laclede Gas continues to be permitted to retain all income resulting from sales made outside its traditional service area, and additionally is permitted to retain all income from releases of pipeline capacity.

On April 20, 2001, Laclede Gas filed with the MoPSC a Weather Mitigation Plan (Plan) that would protect its customers from weather-related fluctuations in their bills and help stabilize its annual revenues in that regard. The Plan, as filed, would mitigate the volatile effects of weather by basing a portion of customers' winter bills on usage associated with normal weather and adjusting to offset the impact of temperatures that are colder or warmer than normal. Currently, revenues of Laclede Gas increase or decrease depending on colder- or warmer-than-normal weather. The weather adjustment would apply to the distribution costs of Laclede Gas, that portion of a customer's bill that covers the cost of operating and maintaining the distribution system and storage facilities. It would not affect increases and decreases in wholesale gas costs that are passed on to customers in accordance with the Purchased Gas Adjustment (PGA) Clause. By stabilizing weather-related revenues, the Plan would allow Laclede Gas to cover what are primarily fixed costs that do not fluctuate with the weather while still providing a fair return on investment. On July 12, 2001, the MoPSC suspended the tariff filing of Laclede Gas in response to motions filed by the Commission's staff and Office of Public Counsel. A prehearing conference was held on July 23, 2001. On September 5, 2001, this proceeding was consolidated with the general rate case proceeding described in the prior paragraph. As part of the settlement of that case, Laclede Gas agreed to withdraw this proposal at this time. However, Laclede Gas retains the right to propose such a program in the future.

On December 14, 1999 the MoPSC issued its report and order in the Laclede Gas 1999 rate case, in which the MoPSC: (1) approved a partial settlement reached earlier in the year by the parties on some issues, (2) determined certain contested issues and (3) authorized Laclede Gas to increase its rates for gas service by $11.24 million on an annual basis. The new rates and settlement became effective for service rendered on and after December 27, 1999. Under the partial settlement, Laclede Gas discontinued deferring certain costs for future recovery. As approved by the MoPSC, previously deferred costs are being recovered, without return on investment, effective with implementation of the new rates on December 27, 1999. The deferral of certain costs was eliminated going forward, as expenses associated with those specific areas are included in the approved rates. On May 11, 2000, Laclede Gas appealed to the Circuit Court of Cole County, Missouri the MoPSC's decision on one of the contested issues mentioned in item (2) above relating to the calculation of its depreciation rates. On December 1, 2000, the court remanded this decision in the MoPSC based on inadequate findings of fact. On June 28, 2001, the MoPSC issued an Order that upheld its previous Order. This decision has no adverse impact on the $11.24 million increase in rates, which became effective December 27, 1999, or the earnings of Laclede Gas. On September 11, 2001, Laclede Gas appealed the MoPSC's second order to the Circuit Court. Laclede Gas believes that a favorable decision, when recognized in rates, would be expected to benefit its cash flows.

The Price Stabilization Program (PSP) authorizes Laclede Gas to purchase certain financial instruments in an effort to hedge against significant increases in the cost of natural gas. The cost of such financial instruments, however, like the cost of natural gas itself, increased significantly through this past winter. As a result, the MoPSC granted the request of Laclede Gas to reduce the amount of natural gas purchases required to be covered by such financial instruments for this past heating season. In February 2001, the MoPSC approved modifications to the PSP, including that $4 million in supplemental funding be added to the PSP for the purchase of financial instruments for the fiscal 2002 heating season. Laclede Gas relinquished a claim on $4 million arising from gains realized from the purchase and sale of such instruments during the fiscal 2001 heating season and offered to utilize a similar amount to provide for future funding for such instruments. The MoPSC also approved modifications to the PSP to reduce the fiscal 2002 percentage of gas requirements to be covered by the PSP. The PSP is scheduled to expire at the end of the fiscal 2002 heating season.

The PGA Clause, through which Laclede Gas flows through to customers the cost of purchased gas supplies, allows two scheduled PGA filings each year, one for the summer months and another for the winter period, plus one unscheduled winter filing if certain conditions are met. The significant fluctuations in natural gas prices during the past two fiscal years necessitated additional unscheduled filings, which were approved by the MoPSC, in order to better match customer billings with market natural gas prices.

In June 2000, the Commission approved an extension of the Gas Supply Incentive Plan (GSIP) with modifications through September 30, 2001. Under the GSIP, Laclede Gas shared with its customers certain gains and losses related to the acquisition and management of its gas supply assets, but was permitted to retain all income resulting from sales made outside its traditional service area. These activities continued to provide benefits to both Laclede Gas' customers and shareholders. Overall cost savings for Laclede Gas and its customers were $40.4 million in 2001, $28.9 million in 2000, and $28.4 million in 1999. Those efforts resulted in pre-tax income to shareholders of $10.0 million in 2001, $9.6 million in 2000, and $5.4 million in 1999. In addition to the financial benefits of the program, the innovative structure under which Laclede Gas operated allowed its customers to retain the reliability inherent in its longstanding supply relationships. On November 17, 2000, Laclede Gas filed a proposal with the MoPSC to extend the GSIP, add a fixed price component and make other modifications to the plan. On September 20, 2001, the Commission, with one dissent, ruled that the GSIP should be allowed to expire. Laclede Gas has requested clarification and rehearing, to which the Commission has not yet responded. As discussed above, elements of the GSIP related to off-system sales and capacity release were resolved in the settlement of the 2001 rate case. However, other issues related to the GSIP remain. For additional information on the GSIP, see Note 4 of Notes to Consolidated Financial Statements on page 41.

ACCOUNTING CHANGES

In June 2001, the FASB issued SFAS No. 141, "Business Combinations," which requires all business combinations in the scope of this Statement to be accounted for using the purchase method. The provisions of this Statement apply to all business combinations initiated after June 30, 2001. The FASB also issued SFAS No. 142, "Goodwill and Other Intangible Assets," which addresses how acquired goodwill and other intangible assets that are acquired individually or with a group of other assets (but not those acquired in a business combination) should be accounted for in financial statements upon acquisition and after they have been initially recognized in the financial statements. The provisions of this Statement are required to be applied at the beginning of fiscal 2003. The adoption of SFAS Nos. 141 and 142 is not expected to have a material effect on the financial position and results of operations of Laclede Group or Laclede Gas.

The FASB issued SFAS No. 143, "Accounting for Asset Retirement Obligations," which addresses financial accounting and reporting for obligations associated with the retirement of tangible long-lived assets and associated asset retirement costs. It applies to legal obligations associated with the retirement of long-lived assets that result from acquisition, construction, development and/or the normal operation of a long-lived asset, except for certain obligations of lessees. This Statement is effective for fiscal 2003. Management is presently evaluating the impact that the adoption of this Statement will have on the financial position and results of operations of Laclede Group and Laclede Gas.

In August 2001, the FASB issued SFAS No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets," to consolidate accounting guidance on various issues related to this matter. Adoption of this Statement is not expected to have a material effect on the financial position and results of operations of Laclede Group or Laclede Gas.

INFLATION

The accompanying Financial Statements reflect the historical costs of events and transactions, regardless of the purchasing power of the dollar at the time. Due to the capital-intensive nature of the business of Laclede Gas, the most significant impact of inflation is on the depreciation of utility plant. Rate regulation to which Laclede Gas is subject allows recovery through its rates of only the historical cost of utility plan as depreciation. While no plans exist to undertake replacements of plant in service other than normal replacements and those under existing replacement programs, Laclede Gas believes that any higher costs experienced upon replacement of existing facilities would be recovered through the normal regulatory process.

LIQUIDITY AND CAPITAL RESOURCES

Cash flow from the operations of Laclede Gas, net of dividend payments, has generally provided the principal liquidity to meet operating requirements and to fund the majority of its construction program. Any remaining funding requirements for construction or other needs have been provided by long-term and short-term financing. The issuance of long-term financing is dependent on management's evaluation of need, financial market conditions, and other factors. Short-term financing is used to meet seasonal cash requirements and/or to defer long-term financing until market conditions are favorable.

Short-term borrowing requirements typically peak during colder months when Laclede Gas borrows money to cover the gap between when it purchases its natural gas and when its customers pay for that gas. These short-term cash requirements have traditionally been met through the sale of commercial paper supported by lines of credit with banks.

During fiscal year 2001, Laclede Gas had lines of credit in place of up to $250 million. Laclede Gas sold commercial paper aggregating to a maximum of $234.8 million at any one time during the fiscal year, but did not borrow from the banks under the aforementioned agreements. As of November 15, 2001, Laclede Gas has aggregate lines of credit totaling $170 million. Short-term borrowings outstanding at September 30, 2001 were $117.1 million at a weighted average interest rate of 3.2%. Based on short-term borrowings at September 30, 2001, a change in interest rates of 100 basis points would increase or decrease pre-tax earnings and cash flows by approximately $1,171,000 on an annual basis.

On June 26, 2001, Laclede Gas issued $50 million of first mortgage bonds with an interest rate of 6 5/8% at an overall cost of 6.968%. The bonds were dated June 15, 2001 and mature June 15, 2016. The proceeds were used to repay short-term debt. The bonds were rated AAA by Standard & Poor's and Fitch IBCA and Aaa by Moody's in consideration of insurance issued by Ambac Assurance covering the timely payment of the principal of, and interest on, the bonds. These ratings apply only to these insured bonds, and not to the other outstanding uninsured bonds of Laclede Gas. These bonds were issued under Laclede Gas' shelf registration statement on Form S-3 and MoPSC authorization obtained in 2000, of which $270 million remained registered and unissued as of September 30, 2001. Laclede Group filed a post-effective amendment to the Form S-3 on October 1, 2001 with respect to the common stock of Laclede Group that was originally Laclede Gas common stock registered on Form S-3. The amount, timing and type of securities remaining to be issued under the shelf registration will depend on cash requirements and market conditions.

On September 26, 2000, Laclede Gas issued $30 million of first mortgage bonds with an interest rate of 7.90%, at an overall cost of 7.987%. The bonds were dated September 15, 2000 and mature September 15, 2030. The proceeds were used to repay short-term debt. The bonds were rated Aa3 by Moody's, AA- by Standard & Poor's, and A+ by Fitch. The ratings also apply to the other outstanding uninsured bonds of Laclede Gas.

At September 30, 2001, Laclede Gas had fixed-rate long-term debt totaling $285 million. While these long-term debt issues are fixed-rate, they are subject to changes in fair value as market interest rates change. However, increases or decreases in fair value would impact earnings and cash flows only if Laclede Gas were to reqcquire any of these issues in the open market prior to maturity.

Construction expenditures for utility purposes were $47.0 million in fiscal 2001 compared with $51.6 million in fiscal 2000 and $48.7 million in fiscal 1999. Laclede Gas expects fiscal 2002 utility construction expenditures to approximate $41 million.

Capitalization at September 30, 2001 consisted of 50.2% common stock equity, .3% preferred stock and 49.5% long-term debt.

The ratio of earnings to fixed charges was 2.6 for 2001, 2.6 for 2000 and 2.9 for 1999.

It is management's view that Laclede Gas has adequate access to capital markets and will have sufficient capital resources, both internal and external, to meet anticipated capital requirements.

ENVIRONMENTAL MATTERS

Laclede Gas is subject to various environmental laws and regulations. To date they have not materially affected the financial position and results of operations of Laclede Gas. By far, the single largest environmental issue facing Laclede Gas, and the gas industry as a whole, is the cleanup of former manufactured gas plants (or "MGPs").

Before the advent of cross-country natural gas pipelines, Laclede Gas operated MGPs that produced certain by-products and residuals in addition to "town gas". While the vast majority of those by-products and residuals were sold as raw material to other industries, it is alleged that some remained at the MGP sites.

With regard to a former MGP site located in Shrewsbury, Missouri, Laclede Gas and state and federal environmental regulators have agreed upon certain actions and those actions are nearing completion. Laclede Gas currently estimates the overall costs of these actions will be approximately $1,864,000. As of September 30, 2001, Laclede Gas has paid $1,336,000 and reserved $528,000 for these actions. If regulators require additional actions, Laclede Gas will incur additional costs.

Laclede Gas placed a second former MGP site, located in the City of St. Louis, Missouri, into the Missouri Voluntary Cleanup Program (VCP). The VCP provides opportunities to minimize the scope and cost of site cleanup while maximizing possibilities for site development. The City of St. Louis is presently seeking developers and end-users for this site. If the City is unsuccessful, Laclede Gas will submit a Remedial Action Plan (or "RAP") in 2002 and work with the City of St. Louis to find a developer to implement the RAP and develop the site. Laclede Gas currently estimates that the cost of the site investigations, agency oversight and related legal and engineering consulting may be approximately $590,000. Currently, Laclede Gas has paid $485,000 and reserved an additional $105,000. Laclede Gas has requested that other former site owners and operators participate in the cost of any site investigation. One former owner and operator agreed to participate in these costs and has reimbursed Laclede Gas to date for $159,000. Laclede Gas anticipates additional reimbursement from this party of approximately $69,000. Laclede Gas plans to seek proportionate reimbursement of all costs relative to this site from other potentially responsible parties if practicable. For further details, see Note 13 to the Consolidated Financial Statements on page 46.

OTHER MATTERS

In January 2000, Laclede Energy Resources, Inc. (LER) finalized a multi-year arrangement with UtiliCorp, Inc. (UtiliCorp) to provide a significant portion of the gas supply for a natural gas fired power plant in Pleasant Hill, Missouri. The four-year agreement went into effect June 1, 2001. LER will provide UtiliCorp with up to 5 billion cubic feet of natural gas annually--the equivalent of about 5% of the annual sendout of Laclede Gas Company in a normal year--and will manage fluctuations in UtiliCorp's gas-purchase requirements on an as-needed basis to satisfy summer power needs.

In May 2000, the MoPSC approved a copper service line replacement program for Laclede Gas. In August 2001, a class action lawsuit was filed against Laclede Gas seeking, among other things, an injunction requiring the immediate repair and/or replacement of all direct buried copper service lines, as well as damages, actual and punitive, for alleged diminution in property values, annoyance and discomfort. At this time, Laclede Gas does not believe that the ultimate outcome of the case will be materially adverse to it. For further details on the replacement program and class action litigation, see Note 13 to the Consolidated Financial Statements on page 46.

FORWARD-LOOKING STATEMENTS

Certain statements in this 10-K are forward-looking statements made based upon Laclede Group's and its subsidiaries' expectations and beliefs concerning future developments and their potential effect on the Company. These statements, however, do not include financial statements and other statements of historical fact. The forward-looking statements may be identified by the use of such terms as "anticipate," "believe," "estimate," "expect," "intend," "plan," "seek" and similar expressions. Future developments may not be in accordance with their expectations or beliefs and the effect of future developments may not be those anticipated. Among the factors that may cause actual results to differ materially from those contemplated in any forward-looking statements are:

- weather conditions and catastrophic events
- changes in transportation and gas supply costs or availability
- regulatory actions and initatives of federal and state regulatory agencies, some of which could be retroactive, including those affecting:
  - o financings
  - o allowed rates of return
  - o incentive regulation
  - o industry and rate structure
  - o purchased gas adjustment provisions
  - o franchise renewal
  - o environmental or safety requirements
- the effects of any industry or corporate restructuring
- the results of litigation
- conservation efforts of our customers
- economic factors such as changes in the conditions of capital markets, interest rates and rates of inflation
- inability to retain existing customers or to attract new customers
- ability to obtain funds from operations or the sale of debt or equity to finance necessary capital expenditures and other investments
- employee work force issues
- statutory or tax changes
- changes in accounting standards

The Company does not, by including this statement, assume any obligation to review or revise any particular forward-looking statement referenced herein in light of future events.

Item 8. Financial Statements and Supplementary Data

Independent Auditors' Report

Laclede Gas Company:

We have audited the consolidated balance sheets and statements of consolidated capitalization of Laclede Gas Company and its subsidiary companies as of September 30, 2001 and 2000, and the related statements of consolidated income, retained earnings, comprehensive income, and cash flows for each of the three years in the period ended September 30, 2001. Our audits also included the financial statement schedule listed in the Index at Part IV, Item 14(a)2. These consolidated financial statements and financial statement schedule are the responsibility of the Company's management. Our responsibility is to express an opinion on the consolidated financial statements and financial statement schedule based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such consolidated financial statements present fairly, in all material respects, the financial position of Laclede Gas Company and its subsidiary companies as of September 30, 2001 and 2000, and the results of their operations and their cash flows for each of the three years in the period ending September 30, 2001 in conformity with accounting principles generally accepted in the United States of America. Also, in our opinion, such financial statement schedule, when considered in relation to the basic consolidated financial statements taken as a whole, presents fairly in all material respects the information set forth therein.

DELOITTE & TOUCHE LLP

St. Louis, Missouri
November 15, 2001 (November 29, 2001 as to Note 14)

Management Report

Management is responsible for the preparation, presentation and integrity of the consolidated financial statements and other financial information in this report. The statements were prepared in conformity with accounting principles generally accepted in the United States of America and include amounts that are based on management's best estimates and judgments. In the opinion of management, the financial statements fairly reflect the Company's financial position, results of operations and cash flows.

The Company maintains internal accounting systems and related administrative controls that are designed to provide reasonable assurance, on a cost-effective basis, that transactions are executed in accordance with management's authorization, that consolidated financial statements are prepared in conformity with accounting principles generally accepted in the United States of America and that the Company's assets are properly accounted for and safeguarded. The Company's Internal Audit Department, which has unrestricted access to all levels of Company management, monitors compliance with established controls and procedures.

Deloitte and Touche LLP, the Company's independent auditors, whose report is contained herein, are responsible for auditing the Company's financial statements in accordance with auditing standards generally accepted in the United States of America. Such standards include obtaining an understanding of the internal control structure in order to design the audit of the financial statements.

The Audit Committee of the Board of Directors, which consists of five outside directors, meets periodically with management, the internal auditor, and the independent auditors to review the manner in which they are performing their responsibilities. Both the internal auditor and the independent auditors periodically meet alone with the Audit Committee and have access to the Audit Committee at any time.

Douglas H. Yaeger
Chairman of the Board,
President and Chief Executive Officer

Gerald T. McNeive, Jr.
Senior Vice President
Finance and General Counsel

Item 8. Financial Statements and Supplementary Data

STATEMENTS OF CONSOLIDATED INCOME

(Thousands Except Per Share Amounts)

Years Ended September 30	2001	2000	1999
Operating Revenues:			
Utility operating revenues	$ 929,517	$531,152	$473,710
Non-utility operating revenues	72,592	34,976	17,608
Total operating revenues	1,002,109	566,128	491,318
Operating Expenses:			
Utility operating expenses			
Natural and propane gas	645,761	295,263	246,350
Other operation expenses	101,936	87,063	83,762
Maintenance	19,327	18,644	19,583
Depreciation and amortization	26,337	24,774	21,490
Taxes, other than income taxes	65,077	42,799	41,669
Total utility operating expenses	858,438	468,543	412,854
Non-utility operating expenses	71,346	34,242	17,245
Total operating expenses	929,784	502,785	430,099
Operating Income	72,325	63,343	61,219
Other Income and Income Deductions- Net (Note 11)	1,417	735	(203)
Income Before Interest and Income Taxes	73,742	64,078	61,016
Interest Charges:			
Interest on long-term debt	18,372	15,164	13,966
Other interest charges	10,067	8,844	6,627
Total interest charges	28,439	24,008	20,593
Income Before Income Taxes	45,303	40,070	40,423
Income Taxes (Note 9)	14,831	14,105	14,361
Net Income	30,472	25,965	26,062
Dividends on Preferred Stock	87	93	97
Earnings Applicable to Common Stock	$ 30,385	$ 25,872	$ 25,965
Average Shares of Common Stock Outstanding	18,878	18,878	18,138
Earnings Per Share of Common Stock (after preferred dividends)	$1.61	$1.37	$1.43

See the accompanying notes to financial statements.

STATEMENTS OF CONSOLIDATED RETAINED EARNINGS

(Thousands Except Per Share Amounts)

Years Ended September 30	2001	2000	1999
Balance at Beginning of Year	$200,423	$199,848	$198,342
Add - Net Income, per statements	30,472	25,965	26,062
Total	230,895	225,813	224,404
Deduct - Cash Dividends Declared:			
Preferred stock at required annual rates	87	93	97
Common stock, $1.34 per share in 2001, 2000 and 1999	25,296	25,297	24,459
Total	25,383	25,390	24,556
Balance at End of Year	$205,512	$200,423	$199,848

See the accompanying notes to financial statements.

STATEMENTS OF CONSOLIDATED COMPREHENSIVE INCOME

(Thousands of Dollars)

Years Ended September 30	2001	2000	1999
Net Income	$ 30,472	$ 25,965	$ 26,062
Other Comprehensive Income (Loss):			
Minimum pension liability adjustment	-	125	(125)
Income tax expense (benefit)	-	48	(48)
Other Comprehensive Income (Loss)	-	77	(77)
Comprehensive Income	$ 30,472	$ 26,042	$25,985

See the accompanying notes to financial statements.

CONSOLIDATED BALANCE SHEETS

(Thousands of Dollars)

September 30	2001	2000
Assets		
Utility Plant	$955,161	$921,378
Less - Accumulated depreciation & amortization	382,542	372,545
Net utility plant	572,619	548,833
Other Property and Investments, at Cost or Less (net of accumulated depreciation and amortization, 2001, $2,391; 2000, $2,314)	29,914	26,546
Current Assets:		
Cash and cash equivalents	3,223	4,215
Accounts receivable:		
Gas customers - Billed and unbilled	74,604	49,777
Other	13,103	11,488
Less - Allowances for doubtful accounts	(9,216)	(6,058)
Inventories:		
Materials, supplies and merchandise at average cost	5,393	5,491
Natural gas stored underground for current use at LIFO cost	76,661	94,787
Propane gas for current use at FIFO cost	14,213	12,201
Prepayments and other	3,999	3,303
Unamortized purchased gas adjustments	-	14,907
Deferred income taxes (Note 9)	8,556	2,485
Total current assets	190,536	192,596
Deferred Charges:		
Prepaid pension cost (Note 3)	110,475	97,229
Regulatory assets	68,599	64,336
Other	3,767	2,200
Total deferred charges	182,841	163,765
Total Assets	$975,910	$931,740

See the accompanying notes to financial statements.

CONSOLIDATED BALANCE SHEETS (Continued)

(Thousands of Dollars)

September 30	2001	2000
Capitalization and Liabilities		
Capitalization, per statements:		
Common stock equity	$288,085	$282,985
Redeemable preferred stock	1,588	1,763
Long-term debt	284,459	234,408
Total capitalization	574,132	519,156
Current Liabilities:		
Notes payable (Note 11)	117,050	127,000
Accounts payable	32,087	45,660
Advance customer billings	11,679	15,290
Current portion of preferred stock	79	50
Wages and compensation accrued	11,785	9,974
Dividends payable	6,400	6,421
Customer deposits	4,404	4,302
Interest accrued	7,963	7,939
Taxes accrued	14,912	12,044
Unamortized purchased gas adjustments	9,026	-
Other current liabilities	2,311	2,248
Total current liabilities	217,696	231,104
Deferred Credits and Other Liabilities:		
Deferred income taxes (Note 9)	142,515	134,944
Unamortized investment tax credits	5,948	6,267
Pension and postretirement benefit costs	15,847	20,261
Other	19,772	20,008
Total deferred credits and other liabilities	184,082	181,480
Commitments and Contingencies (Note 13)		
Total Capitalization and Liabilities	$975,910	$931,740

See the accompanying notes to financial statements.

STATEMENTS OF CONSOLIDATED CAPITALIZATION

(Thousands of Dollars)

September 30	2001	2000
Common Stock Equity (Note 5):		
Common stock, par value $1 per share:		
Authorized - 2001 and 2000, 50,000,000 shares		
Issued - 2001 and 2000, 20,743,625 shares	$ 20,744	$ 20,744
Paid-in capital	85,846	85,835
Retained earnings, per statements	205,512	200,423
Treasury stock, at cost - 2001 and 2000, 1,865,638 shares	(24,017)	(24,017)
Total common stock equity	288,085	282,985
Redeemable Preferred Stock, par value $25 per share (1,480,000 shares authorized) issued and outstanding (Note 6):		
5% Series B - 2001, 60,755 shares; 2000, 66,012 shares	1,440	1,600
4.56% Series C - 2001, 5,906 shares; 2000, 6,507 shares	148	163
Total redeemable preferred stock	1,588	1,763
Long-Term Debt (Note 7):		
First mortgage bonds:		
6-1/4% Series, due May 1, 2003	25,000	25,000
8-1/2% Series, due November 15, 2004	25,000	25,000
8-5/8% Series, due May 15, 2006	40,000	40,000
7-1/2% Series, due November 1, 2007	40,000	40,000
6-1/2% Series, due November 15, 2010	25,000	25,000
6-1/2% Series, due October 15, 2012	25,000	25,000
7% Series, due June 1, 2029	25,000	25,000
7.90% Series, due September 15, 2030	30,000	30,000
6.625% Series, due June 15, 2016	50,000	-
Total	285,000	235,000
Unamortized discount, net of premium, on long-term debt	(541)	(592)
Total long-term debt	284,459	234,408
Total	$574,132	$519,156

Long-term debt and preferred stock amounts are exclusive of current obligations.

See the accompanying notes to financial statements.

STATEMENTS OF CONSOLIDATED CASH FLOWS

(Thousands of Dollars)

Years Ended September 30	2001	2000	1999
Operating Activities:			
Net Income	$ 30,472	$ 25,965	$ 26,062
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	26,425	24,875	21,592
Deferred income taxes and investment tax credits	(3,454)	14,295	14,486
Other - net	(1,745)	112	911
Changes in assets and liabilities:			
Accounts receivable - net	(23,284)	(13,179)	4,027
Unamortized purchased gas adjustments	23,933	(23,863)	(6,859)
Deferred purchased gas costs	(3,332)	4,028	(67)
Accounts payable	(13,572)	13,944	11,024
Refunds due customers	(355)	(1,249)	(6,164)
Taxes accrued	2,868	6,240	(2,886)
Natural gas stored underground	18,126	(30,675)	(9,139)
Other assets and liabilities	(18,183)	(17,447)	(9,922)
Net cash provided by operating activities	37,899	3,046	43,065
Investing Activities:			
Construction expenditures	(46,952)	(51,635)	(48,698)
Employee benefit trusts	(3,522)	(448)	(997)
Investments - non-utility	(515)	(656)	2,215
Other	(2,433)	(2,221)	(1,211)
Net cash used in investing activities	(53,422)	(54,960)	(48,691)
Financing Activities:			
Issuance of first mortgage bonds	50,000	30,000	25,000
Issuance of short-term debt - net	(9,950)	42,300	(13,800)
Issuance of common stock	-	-	24,110
Dividends paid	(25,383)	(25,387)	(24,048)
Redemption of preferred stock	(136)	(136)	(2)
Net cash provided by financing activities	14,531	46,777	11,260
Net Increase (Decrease) in Cash and Cash Equivalents	(992)	(5,137)	5,634
Cash and Cash Equivalents at Beginning of Year	4,215	9,352	3,718
Cash and Cash Equivalents at End of Year	$ 3,223	$ 4,215	$ 9,352
Supplemental Disclosure of Cash Paid (Refunded) During the Year for:			
Interest	$ 26,508	$ 23,631	$ 19,003
Income taxes	12,462	(6,721)	4,768

See the accompanying notes to financial statements.

SCHEDULE OF INCOME TAXES (Note 9)

(Thousands of Dollars)

Years Ended September 30	2001	2000	1999
Included in Statements of Consolidated Income:			
Federal			
Current	$15,639	$ 202	$ 310
Deferred	(2,778)	11,987	12,291
Investment tax credit adjustments - net	(319)	(319)	(347)
State and local			
Current	2,646	(392)	(435)
Deferred	(357)	2,627	2,542
Total	$14,831	$14,105	$14,361

See the accompanying notes to financial statements.

SCHEDULE OF INTERIM FINANCIAL INFORMATION
(Unaudited) (Note 15)

(Thousands of Dollars Except Per Share Amounts)

Three Months Ended	Dec. 31	March 31	June 30	Sept. 30
2001				
Total Operating Revenues	$345,025	$442,742	$122,901	$91,441
Operating Income (Loss)	35,747	40,972	(750)	(3,643)
Net Income (Loss)	18,517	20,707	(3,673)	(5,078)
Earnings (Loss) Per Share of Common Stock (after preferred dividends)	$ .98	$1.10	$(.20)	$(.27)

Three Months Ended	Dec. 31	March 31	June 30	Sept. 30
2000				
Total Operating Revenues	$151,354	$238,311	$ 95,293	$81,170
Operating Income	19,941	38,438	5,619	(655)
Net Income (Loss)	9,581	19,454	322	(3,392)
Earnings (Loss) Per Share of Common Stock (after preferred dividends)	$ .51	$1.03	$ .02	$(.18)

See the accompanying notes to financial statements.

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

Basis of Consolidation - The consolidated financial statements include the accounts of the Laclede Gas Company (Laclede Gas) and its subsidiary companies as of September 30, 2001. All subsidiaries were wholly owned and material intercompany transactions have been eliminated. As discussed in Note 2, The Laclede Group, Inc. (Laclede Group) became the parent company of Laclede Gas and its subsidiaries effective October 1, 2001. The information provided in the accompanying financial statements is based upon the corporate structure in place as of September 30, 2001 and thus presents the information at that time for the Laclede Gas Company and not The Laclede Group, Inc.

Nature of Operations - Laclede Gas is a public utility engaged in the retail distribution of natural gas. Laclede Gas serves an area in eastern Missouri, with a population of approximately 2.0 million, including the City of St. Louis, St. Louis County, and parts of eight other counties. As an adjunct to its gas distribution business, Laclede Gas operates underground natural gas storage fields and is engaged in the transportation and storage of liquid propane. Laclede Gas has also made investments in some non-utility businesses as part of a diversification program.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

System of Accounts - The accounts of Laclede Gas are maintained in accordance with the uniform system of accounts prescribed by the Missouri Public Service Commission (MoPSC or Commission), which system substantially conforms to that prescribed by the Federal Energy Regulatory Commission.

Utility Plant, Depreciation and Amortization - Utility plant is stated at original cost. The cost of additions to utility plant includes contracted work, direct labor and materials, allocable overheads, and an allowance for funds used during construction. The costs of units of property retired, replaced, or renewed are removed from utility plant and such costs, plus removal costs, less salvage are charged to accumulated depreciation. Maintenance and repairs of property and replacement and renewal of items determined to be less than units of property are charged to maintenance expenses.
Utility plant is depreciated on the straight-line basis at rates based on estimated service lives of the various classes of property. Annual depreciation and amortization in 2001, 2000 and 1999 averaged approximately 2.9%, 2.8% and 2.6%, respectively, of the original cost of depreciable and amortizable property.

Regulated Operations - Laclede Gas accounts for its regulated operations in accordance with Statement of Financial Accounting Standards (SFAS) No. 71, "Accounting for the Effects of Certain Types of Regulation." This statement sets forth the application of accounting principles generally accepted in the United States of America for those companies whose rates are established by or are subject to approval by an independent third-party regulator. The provisions of SFAS No. 71 require, among other things, that financial statements of a regulated enterprise reflect the actions of regulators, where appropriate. These actions may result in the recognition of revenues and expenses in time periods that are different than non-regulated enterprises. When this occurs, costs are deferred as assets in the balance sheet (regulatory assets) and recorded as expenses when those amounts are reflected in rates. Also, regulators can impose liabilities upon a regulated company for amounts previously collected from customers and for recovery of costs that are expected to be incurred in the future (regulatory liabilities). The following regulatory assets and regulatory liabilities were reflected in the Consolidated Balance Sheets as of September 30:

(Thousands of Dollars)	2001	2000
Regulatory Assets:		
Future income taxes due from customers	$45,240	$44,353
Unamortized purchased gas adjustments	-	14,907
Pension and postretirement benefit costs	6,671	7,175
Purchased gas costs	2,396	-
Compensated absences	6,472	6,295
Other	9,133	8,257
Total Regulatory Assets	$69,912	$80,987
Regulatory Liabilities:		
Unamortized investment tax credits	$ 5,948	$ 6,267
Unamortized purchased gas adjustments	9,026	-
Purchased gas costs	-	936
Other	304	287
Total Regulatory Liabilities	$15,278	$ 7,490

Pursuant to the MoPSC's order in the 1999 rate case, Laclede Gas discontinued deferring certain costs for future recovery, as expenses associated with those specific areas were included in the approved rates effective December 27, 1999. Previously deferred costs, of $10,529,000 and $2,064,000 are being recovered and amortized on a straight-line basis over fifteen-year and ten-year periods, respectively, without return on investment, effective with implementation of those rates. Approximately $1,238,000 and $364,000 has been amortized, respectively, from December 27, 1999 through September 30, 2001.

Gas Stored Underground - Inventory of gas in storage is priced on a last-in, first-out (LIFO) basis. The replacement cost of gas stored underground for current use at September 30, 2001 was less than the LIFO cost by $13,500,000 and at September 30, 2000 was more than the LIFO cost by $31,747,000. The inventory carrying value is not adjusted to the lower of cost or market prices because, pursuant to the Laclede Gas Purchased Gas Adjustment (PGA) Clause, actual gas costs are recovered in customer rates.

Operating Revenues - Laclede records revenues from gas sales and transportation service on the accrual basis which includes estimated amounts for gas delivered, where applicable, but not yet billed.

Purchased Gas Adjustments and Deferred Account - Pursuant to the provisions of the PGA Clause, increases and decreases in gas costs are passed on to customers. Currently, Laclede Gas makes two scheduled PGA filings each year, one for the winter period and one for the summer. In addition, Laclede Gas may make one unscheduled adjustment during the winter if significant, unforeseen increases or decreases in gas costs occur. In order to better match customer billings with market natural gas prices, Laclede Gas also requested, and received approval, to implement additional special unscheduled PGA filings allowing Laclede Gas to change rates charged to its customers in response to significant fluctuations in market prices during the past two fiscal years.
The provisions of the PGA Clause also include operation of the Gas Supply Incentive Plan (GSIP or Plan), which was approved, as modified, to extend through September 30, 2001. The Plan allowed Laclede Gas to record income as part of a sharing mechanism related to utilization of its gas supply assets, with certain amounts being passed on to Laclede Gas customers. On September 20, 2001, the MoPSC, with one dissent, ruled that the Plan should be allowed to

expire. Laclede Gas has requested clarification and rehearing, to which the Commission has not yet responded. See Note 4 for more information on the operation of the Plan.

Operation of the Price Stabilization Program (PSP or Program) is also included in the provisions of the PGA Clause. Under those provisions, the MoPSC authorized Laclede Gas to purchase financial instruments for the fiscal 1999 heating season to protect itself and its customers from unusually large winter period gas price increases. The costs of purchasing these instruments and financial gains derived from such activities were passed on to Laclede Gas customers through the operation of its PGA Clause. Accordingly, there was no earnings impact as a result of the use of these financial instruments in fiscal 1999. In July 1999, the MoPSC approved modifications to the PGA Clause with respect to the purchase of financial instruments for the fiscal 2000-2002 heating seasons. As modified, Laclede Gas continues to provide significant price protection for itself and its customers above a predetermined level, but it also has an additional opportunity to benefit from gains and cost reductions achieved under the Program. During fiscal 2000, Laclede Gas recorded $27,000 of pre-tax income under the provisions of the Program. The cost of financial instruments for the fiscal 2001 heating season, however, like the cost of natural gas itself, increased significantly. As a result, the MoPSC granted a request made by Laclede Gas to reduce the amount of natural gas purchases required to be covered by such financial instruments for that particular heating season. In February 2001, the MoPSC approved modifications to the program for the fiscal 2002 heating season, including that $4 million in supplemental funding be added to the program for the purchase of financial instruments for the fiscal 2002 heating season and that the percentage of gas requirements to be covered be reduced. Additionally, Laclede Gas relinquished a claim on $4 million arising from gains realized from purchases and sales of financial instruments made during fiscal 2001 and offered to utilize a similar amount to provide for future funding for such instruments. The PSP is scheduled to expire at the end of the fiscal 2002 heating season.

Pursuant to the provisions of the PGA Clause, the difference between actual costs incurred and costs recovered through the application of the PGA, amounts due to or from customers related to the operation of the GSIP, and amounts related to the Price Stabilization Program are reflected as a deferred charge or credit until September 30, at which time the balance is classified as a current asset or liability and is recovered from or credited to customers over an annual period commencing in November. The balance in the current account is amortized as amounts are reflected in customer billings.

Income Taxes - Laclede Gas has elected, for tax purposes only, various accelerated depreciation provisions of the Internal Revenue Code. In addition, certain other costs are expensed currently for tax purposes while being deferred for book purposes. The provision for current income taxes reflects the tax treatment of these items. Laclede Gas records deferred tax liabilities and assets measured by enacted tax rates for the net tax effect of all temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes, and the amounts used for income tax purposes. Changes in enacted tax rates, if any, will be reflected by entries to regulatory asset or liability accounts. Investment tax credits utilized prior to 1986 have been deferred and are being amortized in accordance with regulatory treatment over the useful life of the related property.

Cash and Cash Equivalents - Laclede Gas considers all highly liquid debt instruments purchased to be cash equivalents. Such instruments are carried at cost, which approximates market value.

Reclassification - Certain prior-period amounts have been reclassified to conform to current-period presentation. These reclassifications did not affect consolidated net income for the periods presented.

Accounting Changes - The Financial Accounting Standards Board (FASB) issued Statement of Financial Accounting Standards (SFAS) No. 133, "Accounting for Derivative Instruments and Hedging Activities." This statement establishes accounting and reporting standards for derivative instruments, including certain derivative instruments embedded in other contracts, and for hedge accounting. It requires that an entity recognize all derivatives as either assets or liabilities in the statement of financial position and measure those instruments at fair value. SFAS No. 133 requires that changes in the derivative's fair value be recognized currently in earnings, unless specific hedge accounting criteria are met. SFAS No. 133 would have been effective in fiscal 2000, however, its effective date was delayed until fiscal 2001 as a result of the issuance of SFAS No. 137. In June 2000, the FASB issued SFAS No. 138, "Accounting for Certain Derivative Instruments and Certain Hedging Activities." This statement amends portions of SFAS No. 133. Among other things, SFAS No. 138 provides an exception for contracts intended for the normal purchase or normal sales of something other than a financial instrument or derivative instrument, for which physical delivery is probable. Some of the gas supply and transportation contracts of Laclede Gas are derivative instruments as defined under SFAS No. 133; however, all of these contracts qualify for the normal purchases and normal sales exception provided by SFAS No. 138. The financial instruments purchased by Laclede Gas under its Price Stabilization Program to protect itself and its customers from unusually large winter period gas price increases are derivative instruments under SFAS No. 133. These financial instruments are purchased as hedges against increases in the price of natural gas, as approved by the MoPSC, and are accounted for in accordance with the PGA Clause. The effect of the adoption of these statements on October 1, 2000 did not have a significant impact on the financial position and results of operations of Laclede Gas.

In June 2001, the FASB issued SFAS No.141, "Business Combinations," which requires all business combinations in the scope of this Statement to be accounted for using the purchase method. The provisions of this Statement apply to all business combinations initiated after June 30, 2001. The FASB also issued SFAS No.142, "Goodwill and Other Intangible Assets," which addresses how acquired goodwill and other intangible assets that are acquired individually or with a group of other assets (but not those acquired in a business combination) should be accounted for and reported on in financial statements upon acquisition and after they have been initially recognized in the financial statements. The provisions of this Statement are required to be applied at the beginning of fiscal 2003. The adoption of SFAS Nos.141 and 142 is not expected to have a material effect on the financial position and results of operations of Laclede Group or Laclede Gas.

The FASB issued SFAS No.143, "Accounting for Asset Retirement Obligations," which addresses financial accounting and reporting for obligations associated with the retirement of tangible long-lived assets and associated asset retirement costs. It applies to legal obligations associated with the retirement of long-lived assets that result from acquisition, construction, development and/or the normal operation of a long-lived asset, except for certain obligations of lessees. This Statement is effective for fiscal 2003. Management is presently evaluating the impact that the adoption of this Statement will have on the financial position and results of operations of Laclede Group and Laclede Gas.

In August 2001, the FASB issued SFAS No.144, "Accounting for the Impairment or Disposal of Long-Lived Assets," to consolidate accounting guidance on various issues related to this matter. Adoption of this Statement is not expected to have a material effect on the financial position and results of operations of Laclede Group or Laclede Gas.

2. Corporate Restructuring

At its January 25, 2001 annual meeting of shareholders, Laclede Gas shareholders approved, by a two-thirds majority, a proposal to reorganize its corporate structure to form a holding company, known as The Laclede Group, Inc. Laclede Gas subsequently received the necessary approval for this restructuring from the MoPSC, and the corporate restructuring became effective on October 1, 2001. Under the new structure, Laclede Gas and its former subsidiaries operate as separate subsidiaries of Laclede Group. The following charts illustrate the major organizational changes resulting from this restructuring.

```
                                   Organization Structure
                                   Prior to October 1, 2001

                                 -----------------------------
                                      Laclede Gas Company
                                 -----------------------------
                                               |
            ---------------------------------------------------------------------
            |                                  |                                |
----------------------------------   -----------------------------   -------------------------
     Laclede Investment LLC           Laclede Development Company     Laclede Pipeline Company
----------------------------------   -----------------------------   -------------------------
                |                              |
----------------------------------   -----------------------------
  Laclede Energy Resources, Inc.          Laclede Venture Corp.
----------------------------------   -----------------------------
                |
----------------------------------
 Laclede Gas Family Services, Inc.
----------------------------------


                                   Organization Structure
                                  Effective October 1, 2001

                                 -------------------------
                                  The Laclede Group, Inc.
                                 -------------------------
                                             |
          ------------------------------------------------------------------------------------------
          |                            |                                 |                            |
--------------------- ---------------------------------- ---------------------------- --------------------------
 Laclede Gas Company        Laclede Investment LLC        Laclede Development Company   Laclede Pipeline Company
--------------------- ---------------------------------- ---------------------------- --------------------------
                                       |                                 |
                      ---------------------------------- ----------------------------
                        Laclede Energy Resources, Inc.       Laclede Venture Corp.
                      ---------------------------------- ----------------------------
                                       |
                      ----------------------------------
                       Laclede Gas Family Services, Inc.
                      ----------------------------------
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Since the October 1, 2001 restructuring, stock certificates previously representing shares of Laclede Gas common stock have represented the same number of shares of Laclede Group common stock. All serial preferred stock issued by Laclede Gas remains issued and outstanding as shares of Laclede Gas serial preferred stock. The dividend rate for the preferred stock has not changed and those dividends will continue to be paid by Laclede Gas. All outstanding indebtedness and other obligations of Laclede Gas prior to the restructuring remain outstanding as obligations of Laclede Gas.

On October 1, 2001, Laclede Group had no outstanding securities other than common stock, but it could issue other securities in the future. Laclede Group common stock is listed on the New York Stock Exchange and trades under the ticker symbol "LG".

The accompanying consolidated financial statements and these associated notes were based upon the corporate organizational structure that was in place during the three fiscal years ended September 30, 2001. As previously discussed, the corporate reorganization became effective on October 1, 2001. However, had the reorganization occurred on September 30, 2001, Laclede Group's consolidated financial statements and associated notes would have been virtually identical to those reported in these financial statements and notes thereto.

3. Pension Plans and Other Postemployment Benefits

Laclede Gas has non-contributory defined benefit, trusteed forms of pension plans covering substantially all employees over the age of twenty-one. Benefits are based on years of service and the employee's compensation during the last three years of employment. The funding policy of Laclede Gas is to contribute an amount not less than the minimum required by government funding standards, nor more than the maximum deductible amount for federal income tax purposes. Plan assets consist primarily of corporate and U.S. government obligations and pooled equity funds.

Pension credits in 2001, 2000 and 1999 amounted to $(5,208,000), $(7,620,000), and $(10,653,000), respectively, including amounts recorded in construction.

The net periodic pension costs (credits) include the following components:

(Thousands of Dollars)	2001	2000	1999
Service cost - benefits earned during the period	$ 9,575	$ 9,281	$ 9,909
Interest cost on projected benefit obligation	15,331	14,714	14,355
Expected return on plan assets	(25,517)	(25,649)	(25,689)
Amortization of transition obligation	(662)	(716)	(760)
Amortization of prior service cost	1,174	1,024	1,082
Amortization of actuarial gain	(5,544)	(6,606)	(8,975)
Regulatory adjustment	435	332	(575)
Net pension cost (credit)	$ (5,208)	$ (7,620)	$(10,653)

The MoPSC ordered in the 1998 general rate case, effective October 27, 1998, certain pension costs to be recovered on a payment basis up to a $314,000 allowance, with the difference between actual payments and the allowance to be deferred. Such deferrals terminated July 31, 1999. In the 1999 rate case, the Commission authorized amounts deferred pursuant to provisions in previous general rate cases to be included in rates without return on investment and amortized over a fifteen-year period, effective with the implementation of new rates on December 27, 1999. Also pursuant to MoPSC order in the 1998 general rate case, the return on plan assets is based on the market value of plan assets and the unrecognized net gain or loss balances subject to amortization are based upon the most recent five-year average of the unrecognized gain or loss balance. Net gains and losses subject to amortization are amortized over a five-year period, as ordered by the MoPSC. Other variances in net pension costs are primarily attributable to actuarial and investment experience.

The following table sets forth the reconciliation of the beginning and ending balances of the pension benefit obligation recognized in the Consolidated Balance Sheets at September 30:

(Thousands of Dollars)	2001	2000
Benefit obligation at beginning of year	$200,463	$205,174
Service cost	9,575	9,281
Interest cost	15,331	14,714
Plan amendments	162	3,112
Actuarial (gain)/loss	1,684	(9,224)
Settlements	(20,652)	(13,899)
Gross benefits paid	(8,790)	(8,695)
Benefit obligation at end of year	$197,773	$200,463

The following table sets forth the reconciliation of the beginning and ending balances of the fair value of plan assets recognized in the consolidated balance sheets at September 30:

(Thousands of Dollars)	2001	2000
Fair value of plan assets at beginning of year	$307,820	$310,158
Actual return on plan assets	9,214	14,895
Employer contributions	11,845	5,361
Settlements	(20,652)	(13,899)
Gross benefits paid	(8,790)	(8,695)
Fair value of plan assets at end of year	299,437	307,820
Funded status at end of year	101,664	107,357
Unrecognized net actuarial gain	(10,532)	(34,629)
Unrecognized prior service cost	14,885	15,897
Unrecognized net transition asset	(838)	(1,572)
Fourth quarter contribution adjustment	56	56
Net amount recognized at end of year	$105,235	$ 87,109
Amounts recognized in the consolidated balance sheets consist of:		
Prepaid pension cost	110,475	97,229
Accrued benefit liability	(5,451)	(10,368)
Intangible asset	211	248
Accumulated other comprehensive income	-	-
Net amount recognized at end of year	$105,235	$ 87,109

The pension benefit obligation and the fair value of plan assets are based on a June 30 measurement date. The projected benefit obligation was determined using a weighted average discount rate of 7.75% for 2001 and 8.00% for 2000, and a weighted average rate of future compensation increase of 4.00% for 2001 and 4.25% for 2000. The effect of the above changes in pension assumptions was to increase the projected benefit obligation by $1,529,000. The expected long-term rate of return on plan assets was 8.50% for both 2001 and 2000.

The aggregate projected benefit obligation and fair value of plan assets for plans with benefit obligations in excess of plan assets were $54,241,000 and $38,605,000, respectively, for fiscal 2001 and $55,925,000 and $37,701,000, respectively, for fiscal 2000. The aggregate accumulated benefit obligation and fair value of plan assets for plans with accumulated benefit obligations in excess of plan assets were $4,195,000 and $0, respectively, for fiscal 2001, and $42,044,000 and $37,701,000, respectively, for fiscal 2000.

Pursuant to the provisions of the Laclede Gas pension plans, pension obligations may be settled by lump-sum cash payments. Settlements in 2001, 2000 and 1999 resulted in pre-tax gains of approximately $639,000, $2,248,000 and $1,641,000, respectively.

The cost of the defined contribution plans of Laclede Gas, which cover substantially all employees, amounted to $2,974,000, $2,648,000 and $2,480,000 for the years 2001, 2000 and 1999, respectively.

Laclede Gas also provides certain life insurance benefits at retirement. Medical insurance is available after early retirement until age 65. Missouri state law provides for the recovery of rates of SFAS No. 106, "Employers' Accounting for Postretirement Benefits Other Than Pensions" (OPEB), accrued costs provided that such costs are funded through an independent, external funding mechanism. Laclede Gas established the Voluntary Employees' Beneficiary Association (VEBA) and Rabbi trusts as its external funding mechanisms. VEBA and Rabbi trusts assets consist primarily of money market securities. The unrecognized transition obligation is being amortized over 20 years.

Postretirement benefit costs in 2001, 2000 and 1999 amounted to approximately $6,181,000, $5,962,000 and $3,856,000, respectively, including amounts charged to construction.
Net periodic postretirement benefit costs consisted of the following components:

(Thousands of Dollars)	2001	2000	1999
Service cost - benefits earned during the period	$2,063	$1,973	$1,959
Interest cost on accumulated postretirement benefit obligation	3,055	2,814	2,478
Expected return on plan assets	(704)	(574)	(431)
Amortization of transition obligation	1,267	1,267	1,267
Amortization of prior service cost	365	365	365
Amortization of actuarial (gain)/loss	66	64	52
Regulatory adjustment	69	53	(1,834)
Net postretirement benefit cost	$6,181	$5,962	$3,856

The following table sets forth the reconciliation of the beginning and ending balances of the postretirement benefit obligation at September 30:

(Thousands of Dollars)	2001	2000
Benefit obligation at beginning of year	$ 37,123	$ 35,843
Service cost	2,063	1,973
Interest cost	3,055	2,814
Actuarial (gain)/loss	1,787	527
Gross benefits paid	(4,070)	(4,034)
Benefit obligation at end of year	$ 39,958	$ 37,123

The following table sets forth the reconciliation of the beginning and ending balances of the fair value of plan assets recognized in the consolidated balance sheets at September 30:

(Thousands of Dollars)	2001	2000
Fair value of plan assets at beginning of year	$ 7,866	$ 6,222
Actual return on plan assets	310	298
Employer contributions	5,609	5,380
Gross benefits paid	(4,070)	(4,034)
Fair value of plan assets at end of year	9,715	7,866
Funded status at end of year	(30,243)	(29,257)
Unrecognized net actuarial (gain)/loss	1,829	(286)
Unrecognized prior service cost	2,839	3,204
Unrecognized net transition asset	15,179	16,446
Net amount recognized at end of year as postretirement benefit cost	$(10,396)	$ (9,893)

The assumed health care cost trend rate used in measuring the accumulated postretirement benefit obligation was 5.00% for both 2001 and 2000, and for future years. A one-percentage-point increase or (decrease) in the assumed health care cost trend rate for each future year would have increased or

(decreased) the aggregate of the service and interest cost components of the 2001 net periodic postretirement benefit cost by approximately $290,000 or $(280,000) and would have increased or (decreased) the postretirement benefit obligation by $1,450,000 or $(1,380,000). The accumulated postretirement benefit obligation was determined using a weighted average discount rate of 7.75% for 2001 and 8.00% for 2000, and a weighted average rate of future compensation increase of 4.00% for 2001 and 4.25% for 2000. These changes in assumptions increased the postretirement benefit obligation by $520,000. The weighted average rate for the expected return on medical plan assets was 7.75% for both 2001 and 2000 and the weighted average rate for the expected return on life insurance plan assets was 8.50% for both 2001 and 2000.
The 1998 rate case settlement provided for the deferral, net of any applicable tax effects, of the difference between the costs funded by Laclede Gas and a $3,825,000 allowance of annualized OPEB costs included in rates effective October 27, 1998. In the 1999 rate case settlement, the Commission authorized previously deferred costs to be included in rates without return on investment and amortized over a fifteen-year period, effective with the implementation of new rates on December 27, 1999. Deferrals ceased September 30, 1999 and all OPEB costs are being charged to expense.

4. Incentive Plan and Off-System Sales

The MoPSC extended the GSIP with specific modifications effective through September 30, 2001. On September 20, 2001, the Commission, with one dissent, ruled that the GSIP should be allowed to expire. Laclede Gas has requested clarification and rehearing, to which the Commission has not yet responded. Under the modified Plan, Laclede Gas shared with its customers certain gains and losses related to the acquisition and management of gas supply assets. Effective October 1, 1999, Laclede Gas was also permitted to retain all income resulting from sales made outside of its traditional service area. As modified for fiscal 2001, total pre-tax income derived from all sharing provisions of the Plan, excluding income generated by sales outside of the Laclede Gas service area, could not exceed $9.0 million. Of that amount, pre-tax income derived from sharing gains and losses as measured against a benchmark level of gas costs could not exceed $5.3 million. Under the provisions of the Plan during fiscal 2001 and fiscal 2000, Laclede Gas and its customers shared as follows:
o releases of pipeline capacity, of which 70% to 90% of the revenues were allocated to its customers and the balance was allocated to its shareholders
o savings from discounts off of maximum pipeline transportation rates, of which the excess over a predetermined baseline of $13 million was allocated 70% to its customers and the balance to its shareholders
o gains and losses as measured against a benchmark level of gas cost, of which 50% to 90% depending on the change from a predetermined cost, was allocated to its customers and the balance to its shareholders, and
o increases or decreases in costs related to changes in the mix of pipeline services, of which 70% was allocated to its customers and the balance to its shareholders. Under the provisions of the Plan during fiscal 1999, Laclede Gas and its customers shared as follows:
o sales of gas outside of its traditional service area, of which 70% of the income was allocated to its customers and the balance was allocated to its shareholders
o releases of pipeline capacity, of which 70% to 90% of the revenues were allocated to its customers and the balance to its shareholders
o savings from discounts off of maximum pipeline transportation rates, of which 80% to 90% of the savings was allocated to its customers and the balance to its shareholders, and
o gains and losses as measured against a benchmark level of gas cost, of which 50% was allocated to its customers and the balance to its shareholders.

Incentive Plan and off-system sales revenues are included in the utility operating revenues line in the accompanying financial statements. Expenses related to the Incentive Plan and off-system sales are included in the natural gas and propane gas expense line in the accompanying financial statements. Results of the Plan and off-system sales activities are set forth below.

(Thousands of Dollars)	2001	2000	1999
Net Benefits to Customers and Shareholders	$40,415	$28,909	$28,362
Shareholder Benefits:			
Off System and Incentive Plan Revenues	30,218	40,136	16,217
Off System and Incentive Plan Gas Expense	20,183	30,493	10,806
Laclede Share - Pretax Income	$10,035	$ 9,643	$ 5,411

5. Common Stock and Paid-in Capital

No additional common stock shares were issued in fiscal 2001 or 2000. Paid-in capital increased $11,000 in 2001 and $9,000 in 2000 due to gains recorded on reacquired preferred stock.

Total shares of common stock outstanding were 18,877,987 at September 30, 2001 and September 30, 2000.

On March 14, 1996, Laclede Gas declared a dividend of one Common Share Purchase Right for each outstanding share of common stock as of May 1, 1996, each of which common share purchase right gave the Rightholder the right to purchase one common share for a purchase price of $60, subject to adjustment. The rights expired on May 1, 2006, and could be redeemed by Laclede for one cent each at any time before they became exercisable. The rights were not exercisable or transferable apart from the common stock, until ten days after a person or group acquired or obtained the right to acquire 20% or more of the common stock, or commenced or announced its intention to commence a tender or exchange offer for 20% or more of the common stock. Following the former event, a right would entitle its holder to purchase, at the purchase price, the number of shares equal to the purchase price (initially $60 per share) divided by one-half of the market price. Alternatively, Laclede Gas could exchange each Right for one share of Laclede Gas common stock. A total of 18,877,987 rights were outstanding at September 30, 2001. Concurrent with implementation of the holding company structure, ownership of these rights transferred to Laclede Group.

On August 23, 2001, Laclede Group declared a dividend of one preferred share purchase right for each outstanding share of common stock as of October 1, 2001, each of which preferred share purchase rights entitles the registered holder to purchase from Laclede Group one one-hundredth of Series A junior participating preferred stock for a purchase price of $90.00, subject to adjustment. The value of one one-hundredth of a preferred share purchasable upon the exercise of each right should, because of the nature of the preferred shares' dividend, liquidation and voting rights, approximate the value of one common share. The rights expire on October 1, 2011 and may be redeemed by Laclede Group for one cent each at any time before they become exercisable. The rights will not be exercisable or transferable apart from the common stock until ten business days after (i) public announcement that a person or group has acquired beneficial ownership of 20% or more of the common stock, or (ii) commencement, or announcement of an intention to make, a tender offer or exchange for beneficial ownership of 20% or more of the common stock. Following the former event, a right will entitle its holder to purchase, for the purchase price, the number of shares equal to the purchase price (currently $90 per share) divided by one-half of the market price. Alternatively, Laclede Group may exchange each right for one one-hundredth of a preferred share. A total of 18,877,987 rights were outstanding on October 1, 2001.

6. Redeemable Preferred Stock

The preferred stock, which is non-voting except in certain circumstances, may be redeemed at the option of the Laclede Gas Board of Directors. The redemption price is equal to par of $25.00 a share.

During 2001, 5,257 shares of 5% Series B preferred stock and 601 shares of 4.56% Series C preferred stock were reacquired; in 2000, 5,808 shares of 5% Series B preferred stock and 3 shares of 4.56% Series C preferred stock were reacquired.

Any default in a sinking fund payment must be cured before Laclede Gas may pay dividends on or acquire any common stock. Sinking fund requirements on preferred stock for the next five years subsequent to September 30, 2001 are: 2002, $78,875, 2003-2006, $160,000 per year.

7. Long-Term Debt

Maturities or sinking fund requirements on long-term debt for the five fiscal years subsequent to September 30, 2001 are as follows: 2002, none; 2003, $25 million; 2004, none; 2005, $25 million; 2006, $40 million.

On June 26, 2001, Laclede Gas issued $50 million of first mortgage bonds with an interest rate of 6 5/8%, at an overall cost of 6.968%. The bonds were dated June 15, 2001 and mature June 15, 2016. The proceeds were used to repay short-term debt. The bonds were rated AAA by Standard & Poor's and Fitch IBCA and Aaa by Moody's in consideration of insurance issued by Ambac Assurance covering the timely payment of the principal of and interest on the bonds. These ratings apply only to these insured bonds, and not to the other outstanding uninsured bonds of Laclede Gas. These bonds were issued under the Laclede Gas shelf registration Statement on Form S-3 and MoPSC authorization obtained in fiscal 2000, of which $270 million remained registered and unissued as of September 30, 2001. Laclede Group filed a post-effective amendment to the Form S-3 on October 1, 2001 with respect to the common stock of Laclede Group that was originally Laclede Gas common stock registered on Form S-3.

On September 21, 2000, Laclede Gas issued $30 million of first mortgage bonds under this authorization with an interest rate of 7.90%, at an overall cost of 7.987%. The bonds were dated September 15, 2000 and mature September 15, 2030. The proceeds were used to repay short-term debt. The bonds were rated Aa3 by Moody's, AA- by Standard & Poor's, and A+ by Fitch. The ratings also apply to the other outstanding uninsured bonds of Laclede Gas.

Substantially all of the utility plant of Laclede Gas is subject to the liens of its mortgage. Its mortgage contains provisions that restrict retained earnings from declaration or payment of cash dividends. As of September 30, 2001, all of the consolidated retained earnings of Laclede Gas were free from such restrictions.

8. Fair Value of Financial Instruments

The carrying amounts and estimated fair values of financial instruments at September 30, 2001 and 2000 are as follows:

(Thousands of Dollars)	Carrying Amount	Fair Value
2001:		
Cash and cash equivalents	$ 3,223	$ 3,223
Short-term debt	117,050	117,050
Long-term debt	284,459	301,761
Redeemable preferred stock	1,667	1,296
2000:		
Cash and cash equivalents	$ 4,215	$ 4,215
Short-term debt	127,000	127,000
Long-term debt	234,408	233,676
Redeemable preferred stock	1,813	1,640

The carrying amounts for cash and cash equivalents and short-term debt approximate fair value due to the short maturity of these investments. Fair value of long-term debt and preferred stock is estimated based on market prices for similar issues.

9. Income Taxes

Net provisions for income taxes were charged during the years ended September 30, 2001, 2000 and 1999 as shown on the Schedule of Income Taxes. The effective income tax rate varied from the federal statutory income tax rate for each year due to the following:

	2001	2000	1999
Federal income tax statutory rate	35.0%	35.0%	35.0%
State and local income taxes, net of federal income tax benefits	3.3	3.6	3.4
Certain expenses capitalized on books and deducted on tax return	(2.5)	(2.5)	(3.2)
Taxes related to prior years	.3	.2	.5
Other items - net	(3.3)	(1.1)	(.2)
Effective income tax rate	32.8%	35.2%	35.5%

The significant items comprising the net deferred tax liability recognized in the consolidated balance sheets as of September 30 are as follows:

(Thousands of Dollars)	2001	2000
Deferred tax assets:		
Reserves not currently deductible	$ 16,278	$ 18,100
Deferred gas cost	5,639	-
Unamortized investment tax credits	3,745	3,946
Other	1,885	2,779
Total deferred tax assets	27,547	24,825
Deferred tax liabilities:		
Relating to utility property	111,057	107,604
Pension	41,942	36,384
Deferred gas costs	-	4,598
Other	8,507	8,698
Total deferred tax liabilities	161,506	157,284
Net deferred tax liability	133,959	132,459
Net deferred tax asset - current	8,556	2,485
Net deferred tax liability - non-current	$142,515	$134,944

10. Notes Payable and Credit Agreements

In November 2000, Laclede Gas renewed and increased its syndicated line of credit to $150 million for a period of 364 days. Laclede Gas also renewed three other 364-day lines during the year, totalling $35 million, providing year-round bank lines of $185 million. These lines were supplemented with seasonal lines during the heating season of up to $65 million, for maximum bank line availability of $250 million during the fiscal year 2001. As of November 15, 2001, Laclede Gas has reduced its aggregate lines of credit to $170 million.
Alternatively, Laclede Gas has an agreement for the issuance of commercial paper which is supported by the bank lines of credit. During fiscal year 2001, short-term borrowing requirements, which peaked at $234.8 million, were met by the sale of commercial paper. Laclede Gas had $117.1 million in commercial paper outstanding as of September 30, 2001, at a weighted average interest rate of 3.2%, and $127.0 million outstanding as of September 30, 2000, at a weighted average interest rate of 6.6%.

11. Other Income and Income Deductions - Net

(Thousands of Dollars)	2001	2000	1999
Investment Losses	$ -	$ -	$(3,409)
Gains on Sale of Property	-	-	2,275
Allowance for Funds Used During Construction	749	397	739
Other Income	2,298	1,209	1,530
Other Income Deductions	(1,630)	(844)	(1,338)
Other Income and Income Deductions - Net	$ 1,417	$ 735	$ (203)

In fiscal 1999, Laclede Gas recorded a $3.2 million pre-tax investment loss. This non-recurring loss resulted from its minority participation in Clark Enterprises, an entity comprised of a group of civic-minded St. Louis firms that owned the St. Louis Blues Hockey team and also financed and operated the Kiel Center in downtown St. Louis, the sale of which was negotiated and completed during September 1999.
A pre-tax gain of $1.9 million was recognized in fiscal 1999 by a wholly owned subsidiary of Laclede Gas, Laclede Development Company, on the November 1998 sale of property known as Centre Park 40. Laclede Development owned its interest in Centre Park 40 though a real estate partnership.

12. Information by Operating Segment

Laclede Gas is a public utility engaged in the retail distribution of natural gas. Laclede Gas serves an area of eastern Missouri, with a population of approximately 2.0 million. As an adjunct to its gas distribution business, Laclede Gas operates underground natural gas storage fields and stores liquid propane and was engaged in the transportation of liquid propane through its wholly owned subsidiary, Laclede Pipeline Company.
Laclede Gas has also made investments in some non-utility businesses as part of a diversification program, none of which are reportable segments. These

non-regulated operations were conducted through five wholly owned subsidiaries which are engaged in gas marketing, the sale of insurance products through an insurance agency in the State of Missouri, real estate development, the compression of natural gas, and financial investments in other enterprises. These subsidiaries have the same accounting policies as those described in the summary of significant accounting policies in Note 1. There are no material intersegment revenues.

(Thousands of Dollars)	Gas Utility	All Other (Non-Utility)	Eliminations	Consolidated
Fiscal 2001				
Operating revenues	$929,517	$72,592	$ -	$1,002,109
Depreciation & amortization	26,337	-	-	26,337
Interest charges	28,792	-	(353)	28,439
Income tax expense	14,170	661	-	14,831
Net income	29,517	955	-	30,472
Total assets	972,465	21,011	(17,566)	975,910
Construction expenditures	46,952	-	-	46,952
Fiscal 2000				
Operating revenues	$531,152	$34,976	$ -	$ 566,128
Depreciation & amortization	24,774	-	-	24,774
Interest charges	24,326	-	(318)	24,008
Income tax expense	13,755	350	-	14,105
Net income	25,474	491	-	25,965
Total assets	928,298	18,324	(14,882)	931,740
Construction expenditures	51,635	-	-	51,635
Fiscal 1999				
Operating revenues	$473,710	$17,608	$ -	$ 491,318
Depreciation & amortization	21,490	-	-	21,490
Interest charges	20,593	-	-	20,593
Income tax expense	13,670	691	-	14,361
Net income	25,012	1,050	-	26,062
Total assets	831,036	13,774	(7,146)	837,664
Construction expenditures	48,698	7	-	48,705

13. Commitments and Contingencies

Laclede Gas estimates fiscal year 2002 utility construction expenditures at $41 million. The lease agreement covering the general office space of Laclede Gas extends through February 2005 with options to renew for up to 15 additional years. The aggregate rental expense for fiscal years 2001, 2000 and 1999 was $830,000, $821,000 and $812,000, respectively. The annual minimum rental payment for fiscal year 2002 is anticipated to be approximately $839,000 with a maximum annual rental payment escalation of $8,800 per year for each year through fiscal 2005. Laclede Gas has other relatively minor rental arrangements that provide for minimum rental payments. Laclede Gas has entered into various contracts, which in the aggregate require it to pay approximately $74 million on an annual basis, at present rate levels, for the reservation of gas supplies and pipeline transmission and storage capacity. These costs are recovered from customers in accordance with the PGA Clause. The contracts have various expiration dates ranging from 2002 to 2011.

A consolidated subsidiary is a general partner in an unconsolidated partnership, which invests in real estate partnerships. The subsidiary and third parties are jointly and severally liable for the payment of mortgage loans in the aggregate outstanding amount of approximately $2.9 million incurred in connection with various real estate ventures. Laclede Gas has no reason to believe that the other principal liable parties will not be able to meet their proportionate share of these obligations. Laclede Gas further believes that the asset values of the real estate properties are sufficient to support these mortgage loans.

Laclede Gas is subject to various environmental laws and regulations. To date they have not materially affected financial position and results of operations of Laclede Gas. By far, the single largest environmental issue facing Laclede Gas and the gas industry as a whole is the cleanup of former manufactured gas plants (or "MGPs").

Before the advent of cross-country natural gas pipelines, Laclede Gas operated MGPs that produced certain by-products and residuals in addition to "town gas." While the vast majority of those by-products and residuals were sold as raw material to other industries, it is alleged that some remained at the MGP sites.

With regard to a former MGP site located in Shrewsbury, Missouri, Laclede Gas and state and federal environmental regulators have agreed upon certain actions and those actions are nearing completion. Laclede Gas currently estimates the overall costs of these actions will be approximately $1,864,000. As of September 30, 2001, Laclede Gas has paid $1,336,000 and reserved $528,000 for these actions. If regulators require additional actions, Laclede Gas will incur additional costs.

Laclede Gas placed a second former MGP site, located in the City of St. Louis, Missouri, into the Missouri Voluntary Cleanup Program (VCP). The VCP provides opportunities to minimize the scope and cost of site cleanup while maximizing possibilities for site development. The City of St. Louis is presently seeking developers and end-users for this site. If the City is unsuccessful, Laclede will submit a Remedial Action Plan (or "RAP") in 2002 and work with the City of St. Louis to find a developer to implement the RAP and develop the site. Laclede Gas currently estimates that the cost of the site investigations, agency oversight and related legal and engineering consulting may be approximately $590,000. Currently, Laclede Gas has paid $485,000 and reserved an additional $105,000. Laclede has requested that other former site owners and operators participate in the cost of any site investigation. One former owner and operator agreed to participate in these costs and has reimbursed Laclede Gas to date for $159,000. Laclede Gas anticipates additional reimbursement from this party of approximately $69,000. Laclede Gas plans to seek proportionate reimbursement of all costs relative to this site from other potentially responsible parties if practicable.

While the scope of costs relative to the Shrewsbury site will not be significant, the scope of costs relative to the City of St. Louis site are unknown and may be material. Laclede Gas has notified its insurers that it intends to seek reimbursement of its costs at both of these sites. The majority of the insurers have reserved their rights. While some of the insurers have denied coverage, Laclede Gas continues to seek reimbursement from them. With regard to the Shrewsbury site, denials of coverage will not have any significant impact on the financial position and results of operations of Laclede Gas. With regard to the City of St. Louis site, since the scope of costs relative to this site are unknown and may be material, denials of coverage may have a material impact on the financial position and results of operations of Laclede Gas.

Previously, the MoPSC approved the use of a cost deferral mechanism for these costs. Deferral of such costs terminated July 31, 1999. The Commission authorized previously deferred costs to be included in rates without return on investment and amortized over a fifteen-year period, effective with the implementation of new rates on December 27, 1999. Any subsequent costs are being charged to expense, the effects of which are offset, more or less, by a predetermined level of costs included in the new rates.

On October 30, 1998, the MoPSC issued an order opening a docket addressing the adequacy of Laclede Gas' copper service line replacement program. On February 18, 2000, the staff of the MoPSC, the Office of the Public Counsel in the State of Missouri and Laclede Gas filed a joint settlement setting forth a replacement schedule recommendation. Such settlement was approved by the MoPSC on May 18, 2000. Laclede Gas currently has completed one phase and continues to proceed in compliance with the approved program. Costs associated with the program are either being deferred through a deferral mechanism approved by the MoPSC or capitalized through the normal course of business. One lawsuit involving a claim for wrongful death and punitive damages has been settled, the financial effect of which was not significant and was fully provided for in fiscal 2000.

In late August 2001, Laclede Gas was named a defendant in a lawsuit in the Circuit Court of the City of St. Louis, Missouri, Ronald J. Johnson vs. Laclede Gas Company, alleging that a class of persons residing in homes provided natural gas by Laclede Gas through direct buried copper service lines have, among other things, suffered diminution in property values and annoyance and discomfort due to residing in homes served by such allegedly corroded lines. The suit seeks actual and punitive damages and an injunction requiring the repair and/or replacement of all such lines, which are alleged to number approximately 78,000. By letter dated September 21, 2001, its liability insurer advised Laclede Gas that the claims in the lawsuit, as presently pled, fail to qualify for any coverage under its excess general liability policy. Laclede Gas disagrees and continues to assert its right to coverage under the policy. The gas distribution business of Laclede Gas is regulated by the MoPSC, including as to safe and adequate service and rate matters. Under a current program, the Commission has provided for the monitoring and replacement of such lines. The costs of replacement, including carrying costs, have been included in rates established by the Commission. The MoPSC has filed a Motion to Intervene and a Motion to Strike Plaintiff's Prayer for Injunctive Relief and to Stay Matters Within the Primary Jurisdiction of the MoPSC. The court subsequently granted the MoPSC's request for intervention. Laclede Gas filed a Motion to Dismiss which urged, among other things, the exclusive jurisdiction of the MoPSC as to gas safety matters generally and the direct buried copper service replacement program in particular. Laclede Gas presently expects that the Court will rule on its motion to dismiss the claims by December 31, 2001. If the suit is not dismissed, Laclede Gas currently expects that the Court would rule on class certification in mid-2002 and that a trial would be set for sometime after the beginning of 2003. At this time Laclede Gas does not believe that the ultimate outcome of the case will be materially adverse. However, litigation is inherently uncertain and to the extent that Laclede Gas incurs expense above amounts of available insurance, if any, and those which may be recovered in rates under the Commission's program, the litigation could have a material effect on the future financial position and results of operations of Laclede Gas.

In January 2000, Laclede Energy Resources, Inc. (LER), finalized a multi-year arrangement with UtiliCorp United, Inc. (UtiliCorp) to provide a significant portion of the gas supply for a natural gas fired power plant in Pleasant Hill, Missouri. The four-year agreement went into effect June 1, 2001. LER will provide UtiliCorp with up to 5 billion cubic feet of natural gas annually--the equivalent of about 5% of the annual sendout of Laclede Gas Company in a normal year--and will manage fluctuations in UtiliCorp's gas-purchase requirements on an as-needed basis to satisfy summer power needs.

Laclede Gas is involved in litigation, claims, and investigations arising in the normal course of business. While the results of such litigation cannot be predicted with certainty, management, after discussion with counsel, believes the final outcome will not have a material adverse effect on the consolidated financial position and results of operations reflected in the financial statements presented herein.

14. Subsequent Event

On May 18, 2001, Laclede Gas filed a request with the Missouri Public Service Commission for a general rate increase of $39.8 million annually to recover costs related to the operation of its distribution system. This filing culminated in a settlement among the parties to the case, which was approved by the Commission on November 29, 2001. The settlement provided Laclede Gas an annual increase of about $12 million effective December 1, 2001. Additionally, effective on December 1, 2001 Laclede Gas is permitted to charge customers $36 to cover the cost of initiating service at a particular address. This new charge is anticipated to generate additional revenue of about $3 million annually. The settlement also provided for the continued deferral of certain costs related to the Laclede Gas pipe replacement program as well as recovery of costs previously deferred under that program. The cost of removing retired utility plant is treated as an expense pursuant to this settlement, rather than being included in depreciation rates. However, Laclede Gas will continue to pursue a reversal of the Commission's treatment of depreciation rates in the courts. As part of the settlement, Laclede Gas agreed to implement the terms of a rulemaking promulgated by the Commission on November 8, 2001 which relaxed the requirements for this coming winter heating season for reinstatement of certain customers who had been disconnected for nonpayment. The settlement provides for a recovery mechanism under which Laclede Gas will be reimbursed for any incremental costs associated with the new rule. Finally, under the terms of the agreement, Laclede Gas continues to be permitted to retain all income resulting from sales made outside its traditional service area, and additionally is permitted to retain all income from releases of pipeline capacity.

15. Interim Financial Information (Unaudited)

In the opinion of Laclede Gas, the quarterly information presented in the Schedule of Interim Financial Information for fiscal years 2001 and 2000 includes all adjustments, consisting of normal recurring accruals necessary for a fair statement of the results of operations for such periods. Variations in operations reported on a quarterly basis reflect the seasonal nature of the business of Laclede Gas.

Item 9. Changes in and Disagreements on Accounting and Financial Disclosure

There have been no disagreements on accounting and financial disclosure with Laclede's outside auditors that are required to be disclosed.

Part III

Item 10. Directors and Executive Officers of the Registrant

The information concerning directors required by this item is set forth on pages 3 through 5 in the Company's proxy statement dated December 26, 2001 and is incorporated herein by reference.
The information concerning executive officers required by this item is reported in Part I of this Form 10-K.

Item 11. Executive Compensation

The information required by this item is set forth on pages 7 through 16 in the Company's proxy statement dated December 26, 2001 and is incorporated herein by reference but the information under the captions "Compensation Committee Report Regarding Executive Compensation", "Performance Graph", and "Audit Committee Report" on pages 12 through 15 of such proxy statement is expressly NOT incorporated herein by reference.

Item 12. Security Ownership of Certain Beneficial Owners and Management

Information required by this item is set forth on page 6 in the Company's proxy statement dated December 26, 2001 and is incorporated herein by reference.

Item 13. Certain Relationships and Related Transactions

There were no transactions required to be disclosed pursuant to this item.

Part IV

Item 14. Exhibits, Financial Statement Schedules and Reports on

Form 8-K

(a) 1.	Consolidated Financial Statements:	2001 10-K Page
	For Years Ended September 30, 2001, 2000 and 1999:	
	Statements of Consolidated Income	25
	Statements of Consolidated Retained Earnings	26
	Statements of Consolidated Comprehensive Income	26
	Statements of Consolidated Cash Flows	30
	Schedule of Income Taxes	31
	As of September 30, 2001 & 2000:	
	Consolidated Balance Sheets	27-28
	Statements of Consolidated Capitalization	29
	For Years Ended 2001 & 2000:	
	Schedule of Interim Financial Information	32
	Notes to Financial Statements	33-49
	Independent Auditors' Report	23
	Management Report	24
2.	Supplemental Schedules	
	II - Reserves	56

Schedules not included have been omitted because they are not applicable or the required data has been included in the financial statements or notes to financial statements.

3. Exhibits

Incorporated herein by reference to Index to Exhibits, page 57.

Management contracts and compensatory plans or arrangements listed in the Index to Exhibits required to be filed as exhibits to this form pursuant to Item 14(c) of this report:

Exhibit No. Description

10.01	-	Incentive Compensation Plan, as amended.
10.01a	-	Amendment adopted by the Board of Directors on July 26, 1990 to the Incentive Compensation Plan.
10.01b	-	Amendments adopted by the Board of Directors on August 23, 1990 to the Incentive Compensation Plan.
10.01c	-	Amendments to Laclede Gas Company Incentive Compensation Plan, effective January 26, 1995.
10.02	-	Senior Officers' Life Insurance Program of the Company, as amended.
10.02a	-	Certified copy of resolutions of Laclede's Board of Directors adopted on June 27, 1991 amending the Senior Officers' Life Insurance Program.
10.02b	-	Certified copy of resolutions of Laclede's Board of Directors adopted on January 28, 1993 amending the Senior Officers' Life Insurance Program.
10.03	-	Employees' Retirement Plan of Laclede Gas Company - Management Employees, effective as of July 1, 1990, as amended.
10.03a	-	Amendment to the Employees' Retirement Plan of Laclede Gas Company - Management Employees adopted by the Board of Directors on September 27, 1990.
10.03b	-	Amendments dated December 12, 1990 to the Employees' Retirement Plan of Laclede Gas Company - Management Employees.

10.03c	-	Amendment to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated January 10, 1994.
10.03d	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated July 29, 1994.
10.03e	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated February 21, 1995.
10.03f	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated March 7, 1995.
10.03g	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated September 11, 1995.
10.03h	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated August 14, 1996.
10.03i	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees adopted December 19, 1996.
10.03j	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees adopted February 7, 1997.
10.03k	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees adopted October 1, 2000.
10.04	-	Laclede Gas Company Supplemental Retirement Benefit Plan, as amended and restated effective July 25, 1991.
10.05	-	Laclede Gas Company Salary Deferral Savings Plan, as amended through February 27, 1992.
10.05a	-	Amendment to Laclede's Salary Deferral Savings Plan, effective January 31, 1992, adopted by the Board of Directors on August 27, 1992.
10.05b	-	Amendment to Laclede's Salary Deferral Savings Plan dated January 10, 1994.
10.05c	-	Amendments to Laclede's Salary Deferral Savings Plan, dated July 29, 1994.
10.05d	-	Amendments to Laclede's Salary Deferral Savings Plan effective August 1, 1994 adopted by the Board of Directors on August 25, 1994.
10.05e	-	Amendments to Laclede's Salary Deferral Savings Plan dated September 27, 1994.
10.05f	-	Amendments to Laclede's Salary Deferral Savings Plan dated February 21, 1995.
10.05g	-	Amendments to Laclede's Salary Deferral Savings Plan dated March 7, 1995.
10.05h	-	Amendments to Laclede's Salary Deferral Savings Plan dated June 26, 1995.
10.05i	-	Amendments to Laclede's Salary Deferral Savings Plan dated August 3, 1995.
10.05j	-	Amendments to Laclede's Salary Deferral Savings Plan adopted April 21, 1997.
10.05k	-	Amendments to Laclede's Salary Deferral Savings Plan adopted October 5, 1998.
10.05l	-	Amendments to Laclede's Salary Deferral Savings Plan adopted with the following effective dates: October 1, 2000, November 1, 2000, February 3, 1997, August 1, 2000.
10.05m	-	Amendments to Laclede's Salary Deferral Savings Plan dated September 18, 2001.

Exhibit No. Description

10.06	-	Laclede Gas Company Deferred Compensation Plan for Non-Employee Directors dated March 26, 1981.
10.06a	-	First Amendment to Laclede's Deferred Compensation Plan for Non-Employee Directors, adopted by the Board of Directors on July 26, 1990.
10.06b	-	Amendment to Laclede's Deferred Compensation Plan for Non-Employee Directors, adopted by the Board of Directors on August 27, 1992.
10.08	-	The Retirement Plan for Non-Employee Directors of Laclede Gas Company dated January 24, 1985.
10.08a	-	First Amendment to Retirement Plan for Laclede's Non-Employee Directors, adopted by the Board of Directors on July 26, 1990.
10.08b	-	Amendments to the Retirement Plan for Non-Employee Directors, adopted by the Board of Directors on January 23, 1992.
10.09	-	Salient Features of the Laclede Gas Company Deferred Income Plan for Directors and Selected Executives, including amendments adopted by the Board of Directors on July 26, 1990.
10.09a	-	Amendment to Laclede's Deferred Income Plan for Directors and Selected Executives, adopted by the Board of Directors on August 27, 1992.
10.10	-	Form of Indemnification Agreement between Laclede and its Directors and Officers.
10.11	-	Laclede Gas Company Management Continuity Protection Plan, as amended, effective at the close of business on January 27, 1994, by the Board of Directors.
10.12	-	Laclede Gas Company Restricted Stock Plan for Non-Employee Directors, effective as of January 25, 1990.
10.12a	-	Extension and amendment of the Laclede Gas Company Restricted Stock Plan for Non-Employee Directors adopted by the Board of Directors on November 17, 1994.
10.12b	-	Amendment to the Laclede Gas Company Restricted Stock Plan for Non-Employee Directors adopted August 14, 1998.
10.12c	-	Amendment to the Laclede Gas Company Restricted Stock Plan for Non-Employee Directors adopted December 16, 1999.
10.14	-	Salient Features of the Laclede Gas Company Deferred Income Plan II for Directors and Selected Executives adopted by the Board of Directors on September 23, 1993.
10.18	-	Severance Benefits Agreement dated as of July 31, 2000 between Laclede Gas Company and D.H. Yaeger.

(b) Laclede filed five reports on Form 8-K during the last quarter of fiscal year 2001.

On July 6, 2001, Laclede filed an 8-K reporting the sale of $50 million principal amount of its first mortgage bonds, 6.625% Series due June 15, 2016 to A. G. Edwards & Sons, Inc., the underwriter. The bonds were issued under its mortgage and deed of trust, dated as of June 15, 2001. The bonds were registered under a universal shelf registration statement on Form S-3 (File No. 333-40362), which was filed on June 29, 2000 and declared effective on July 24, 2000. Copies of the underwriting agreement and the Twenty-Sixth Supplemental Indenture were filed as exhibits to the Form 8-K.
On July 6, 2001, Laclede filed a Form 8-K with a press release exhibit providing earnings guidance for the remainder of fiscal year 2001 and providing the date for the announcement of third quarter earnings.
On July 27, 2001, Laclede filed a Form 8-K with a press release exhibit announcing Laclede's third quarter earnings.

On August 17, 2001, Laclede filed a Form 8-K with a press release exhibit announcing the MoPSC's approval of Laclede's request to form a holding company structure.
On September 21, 2001, Laclede filed a Form 8-K with a press release exhibit regarding the MoPSC's decision to eliminate the gas supply incentive plan.

(c) Incorporated herein by reference to Index to Exhibits, page 57.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

THE LACLEDE GROUP, INC.

December 17,2001	*By /s/ Gerald T. McNeive, Jr.* *Gerald T. McNeive, Jr.* *Senior Vice President*

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Date	*Signature*	*Title*
12/20/01	*/s/ Douglas H. Yaeger* *Douglas H. Yaeger*	*Chairman of the Board, President and Chief Executive Officer (Principal Executive Officer),*
12/20/01	*/s/ Gerald T. McNeive, Jr.* *Gerald T. McNeive, Jr.*	*Senior Vice President (Principal Financial and Accounting Officer)*
12/20/01	*/s/ Andrew B. Craig, III* *Andrew B. Craig, III*	*Director*
12/20/01	*/s/ Henry Givens, Jr.* *Henry Givens, Jr.*	*Director*
12/20/01	*/s/ C. Ray Holman* *C. Ray Holman*	*Director*
12/20/01	*/s/ Robert C. Jaudes* *Robert C. Jaudes*	*Director*
12/20/01	*/s/ Mary Ann Van Lokeren* *Mary Ann Van Lokeren*	*Director*
12/20/01	*/s/ W. Stephen Maritz* *W. Stephen Maritz*	*Director*
12/20/01	*/s/ William E. Nasser* *William E. Nasser*	*Director*
12/20/01	*/s/ Robert P. Stupp* *Robert P. Stupp*	*Director*

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

LACLEDE GAS COMPANY

December 17,2001	*By /s/ Gerald T. McNeive, Jr.* *Gerald T. McNeive, Jr.* *Senior Vice President -* *Finance and General Counsel*

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Date	*Signature*	*Title*
12/20/01	*/s/ Douglas H. Yaeger* *Douglas H. Yaeger*	*Chairman of the Board, President and Chief Executive Officer (Principal Executive Officer),*
12/20/01	*/s/ Gerald T. McNeive, Jr.* *Gerald T. McNeive, Jr.*	*Director, Senior Vice President Finance & General Counsel (Principal Financial and Accounting Officer)*
12/20/01	*/s/ John Moten, Jr.* *John Moten, Jr.*	*Director, Senior Vice President Operations & Marketing*
12/20/01	*/s/ Kenneth J. Neises* *Kenneth J. Neises*	*Director, Senior Vice President Energy & Administrative Services*

SCHEDULE II
LACLEDE GAS COMPANY AND SUBSIDIARY COMPANIES
RESERVES
FOR THE YEARS ENDED SEPTEMBER 30, 2001, 2000 AND 1999

COLUMN A DESCRIPTION	COLUMN B BALANCE AT BEGINNING OF PERIOD	COLUMN C ADDITIONS CHARGED TO INCOME	 TO OTHER ACCOUNTS	COLUMN D DEDUCTIONS FROM RESERVES	COLUMN E BALANCE AT CLOSE OF PERIOD
	(Thousands of Dollars)				
YEAR ENDED SEPTEMBER 30, 2001:					
DOUBTFUL ACCOUNTS	$ 6,058	$8,602	$4,641 (a)	$10,085 (b)	$ 9,216
MISCELLANEOUS:					
Injuries and property damage	$ 3,314	$1,825	$ -	$ 1,716 (c)	$ 3,423
Deferred compensation	9,614	1,415	-	937	10,092
TOTAL	$12,928	$3,240	$ -	$ 2,653	$13,515
YEAR ENDED SEPTEMBER 30, 2000:					
DOUBTFUL ACCOUNTS	$ 6,241	$4,493	$4,305 (a)	$ 8,981 (b)	$ 6,058
MISCELLANEOUS:					
Injuries and property damage	$ 3,700	$1,825	$ -	$ 2,211 (c)	$ 3,314
Deferred compensation	9,184	1,292	-	862	9,614
TOTAL	$12,884	$3,117	$ -	$ 3,073	$12,928
YEAR ENDED SEPTEMBER 30, 1999:					
DOUBTFUL ACCOUNTS	$ 5,650	$6,062	$4,184 (a)	$ 9,655 (b)	$ 6,241
MISCELLANEOUS:					
Injuries and property damage	$ 3,366	$2,125	$ -	$ 1,791 (c)	$ 3,700
Deferred compensation	8,924	1,242	-	982	9,184
TOTAL	$12,290	$3,367	$ -	$ 2,773	$12,884

(a) Accounts reinstated, cash recoveries, etc.
(b) Accounts written off.
(c) Claims settled, less reimbursements from insurance companies.

INDEX TO EXHIBITS

Exhibit No.		
2.01*	-	Agreement and Plan of Merger and Reorganization, filed as Appendix A to proxy statement/prospectus contained in the Company's registration statement on Form S-4, No. 333-48794.
3.01(i)*	-	Articles of Incorporation, as of February 11, 1994; filed as Exhibit 4(a) to Laclede's Form S-3 Registration Statement No. 33-52357.
3.01(ii)*	-	Bylaws of Laclede as amended and restated October 26, 2000; filed as Ex. 3.01(ii) to Laclede's 10-Q for the quarter ended December 31, 2000.
3.02(i)*	-	The Company's Articles of Incorporation, filed as Appendix B to the proxy statement/prospectus contained in the Company's registration statement on Form S-4, No. 333-48794.
3.02(ii)*	-	The Company's Bylaws, filed as Appendix C to the proxy statement/prospectus contained in the Company's registration statement on Form S-4, No. 333-48794.
4.01*	-	Mortgage and Deed of Trust, dated as of February 1, 1945; filed as Exhibit 7-A to Registration Statement No. 2-5586.
4.02*	-	Fourteenth Supplemental Indenture, dated as of October 26, 1976; filed on June 26, 1979 as Exhibit b-4 to Registration Statement No. 2-64857.
4.03*	-	Seventeenth Supplemental Indenture, dated as of May 15, 1988; filed as Exhibit 28(a) to the Registration Statement No. 33-38413.
4.04*	-	Eighteenth Supplemental Indenture, dated as of November 15, 1989; filed as Exhibit 28(b) to the Registration Statement No. 33-38413.
4.05*	-	Nineteenth Supplemental Indenture, dated as of May 15, 1991; filed on May 16, 1991 as Exhibit 4.01 to Laclede's Form 8-K.
4.06*	-	Twentieth Supplemental Indenture, dated as of November 1,1992; filed on November 4, 1992 as Exhibit 4.01 to Laclede's Form 8-K.
4.07*	-	Twenty-First Supplemental Indenture, dated as of May 1, 1993; filed on May 13, 1993 as Exhibit 4.01 to Laclede's Form 8-K.
4.08*	-	Twenty-Second Supplemental Indenture dated as of November 15, 1995; filed on December 8, 1995 as Exhibit 4.01 to Laclede's Form 8-K.
4.09*	-	Twenty-Third Supplemental Indenture dated as of October 15, 1997; filed on November 6, 1997 as Exhibit 4.01 to Laclede's Form 8-K.
4.10*	-	Twenty-Fourth Supplemental Indenture dated as of June 1, 1999, filed on June 4, 1999 as Exhibit 4.01 to Laclede's Form 8-K.
4.11*	-	Twenty-Fifth Supplemental Indenture dated as of September 15, 2000, filed on September 27, 2000 as Exhibit 4.01 to Laclede's Form 8-K.
4.12*	-	Twenty-Sixth Supplemental Indenture dated as of June 15, 2001, filed on July 6, 2001 as Exhibit 4.01 to Laclede's Form 8-K.

* Incorporated herein by reference and made a part hereof. Laclede's File No. 1-1822; the Company's File No. 1-16681.

INDEX TO EXHIBITS

Exhibit

No.		
4.13*	-	Laclede Gas Company Board of Directors' Resolution dated August 28, 1986 which generally provides that the Board may delegate its authority in the adoption of certain employee benefit plan amendments to certain designated Executive Officers; filed as Exhibit 4.12 to Laclede's 1991 10-K.
4.13a*	-	Laclede Gas Company Board of Directors' Resolutions dated August 25, 1988, which generally provide for certain amendments to Laclede's Wage Deferral Savings Plan and Salary Deferral Savings Plan and that certain Officers are authorized to execute such amendments; filed as Exhibit 4.12g to Laclede's 1988 10-K.
4.14*	-	Laclede Gas Company Wage Deferral Savings Plan, incorporating amendments through December 12, 1990; filed as Exhibit 4.13 to Laclede's 1991 10-K.
4.14a*	-	Amendments to the Laclede's Wage Deferral and Salary Deferral Savings Plans, effective May 1, 1992, adopted by the Board of Directors on February 27, 1992; filed as Exhibit 4.13 to Laclede's 10-Q for the fiscal quarter ended March 31, 1992.
4.14b*	-	Amendment to Laclede's Wage Deferral Savings Plan, effective August 1, 1992, adopted by the Board of Directors on August 27, 1992; filed as Exhibit 4.13b to Laclede's 1992 10-K.
4.14c*	-	Amendments to Laclede's Wage Deferral Savings Plan dated July 29, 1994; filed as Exhibit 4.09c to Laclede's 1994 10-K.
4.14d*	-	Amendments to Laclede's Wage Deferral Savings Plan effective August 1, 1994 and adopted by the Board of Directors August 25, 1994; filed as Exhibit 4.09d to Laclede's 1994 10-K.
4.14e*	-	Amendments to Laclede's Wage Deferral Savings Plan dated February 21, 1995; filed as Exhibit 4.1 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.
4.14f*	-	Amendments to Laclede's Wage Deferral Savings Plan dated March 7, 1995; filed as Exhibit 4.2 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.
4.14g*	-	Amendments to Laclede's Wage Deferral Savings Plan dated June 26, 1995; filed as Exhibit 4.1 to Laclede's 10-Q for the fiscal quarter ended June 30, 1995.
4.14h*	-	Amendments to Laclede's Wage Deferral Savings Plan adopted April 21, 1997; filed as Exhibit 4.2 to Laclede's 10-Q for the fiscal quarter ended June 30, 1997.
4.14i*	-	Amendments to Laclede's Wage Deferral Savings Plan adopted October 5, 1998; filed as Exhibit 4 to Laclede's 10-Q for the fiscal quarter ended December 31, 1998.
4.14j*	-	Amendments to Laclede's Wage Deferral Savings Plan with the following effective dates: August 1, 2000, November 1, 2000, August 1, 1997; filed as Exhibit 4.12j to Laclede's 2000 Form 10-K.
4.15*	-	Missouri Natural Gas Division of the Laclede Gas Company Dual Savings Plan incorporating amendments through December 12, 1990; filed as Exhibit 4.01 to Laclede's 10-Q for the fiscal quarter ended December 31, 1990.

* Incorporated herein by reference and made a part hereof. Laclede's File No. 1-1822; the Company's File No. 1-16681.

INDEX TO EXHIBITS

Exhibit No.		
4.15a*	-	Amendment to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan effective April 11, 1993, adopted by the Board of Directors on August 26, 1993; filed as Exhibit 4.10a to Laclede's 1993 10-K.
4.15b*	-	Amendments to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan dated July 29, 1994; filed as Exhibit 4.10b to Laclede's 1994 10-K.
4.15c*	-	Amendment dated October 27, 1994 to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan; filed as Exhibit 4.1 to Laclede's 10-Q for the fiscal quarter ended December 31, 1994.
4.15d*	-	Amendment dated November 21, 1994 to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan; filed as Exhibit 4.2 to Laclede's 10-Q for the fiscal quarter ended December 31, 1994.
4.15e*	-	Amendments to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan dated February 21, 1995; filed as Exhibit 4.3 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.
4.15f*	-	Amendments to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan dated March 7, 1995; filed as Exhibit 4.4 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.
4.15g*	-	Amendments to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan adopted by the Board of Directors on May 25, 1995; filed as Exhibit 4.2 to Laclede's 10-Q for the fiscal quarter ended June 30, 1995.
4.15h*	-	Amendments to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan dated June 26, 1995; filed as Exhibit 4.3 to Laclede's 10-Q for the fiscal quarter ended June 30, 1995.
4.15i*	-	Amendments to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan dated August 3, 1995; filed as Exhibit 4.10i to Laclede's 1995 10-K.
4.15j*	-	Amendments to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan adopted April 21, 1997; filed as Exhibit 4.3 to Laclede's 10-Q for the fiscal quarter ended June 30, 1997.
4.15k*	-	Amendments to the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan adopted November 1, 2000; filed as Exhibit 4.13k to Laclede's Form 2000 10-K.
4.15l	-	Amendments to the Missouri Natural Division of Laclede Gas Company Dual Savings Plan dated September 18, 2001.
4.16*	-	Rights Agreement dated as of April 3, 1996; filed on April 3, 1996 as Exhibit 1 to Laclede's Form 8-A.
4.17*	-	Rights Agreement dated as of October 1, 2001; filed as Exhibit 4 to the Company's Form 8-A on September 6, 2001.
10.01*	-	Laclede Incentive Compensation Plan, as amended; filed as Exhibit 10.03 to Laclede's 1989 10-K.

* Incorporated herein by reference and made a part hereof. Laclede's File No. 1-1822; the Company's File No. 1-16681.

INDEX TO EXHIBITS

Exhibit

No.		
10.01a*	-	Amendment adopted by the Board of Directors on July 26, 1990 to the Incentive Compensation Plan; filed as Exhibit 10.02a to Laclede's 1990 10-K.
10.01b*	-	Amendments adopted by the Board of Directors on August 23, 1990 to the Incentive Compensation Plan; filed as Exhibit 10.02b to Laclede's 1990 10-K.
10.01c*	-	Amendments to Laclede's Incentive Compensation Plan, effective January 26, 1995; filed as Exhibit 10.3 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.
10.02*	-	Senior Officers' Life Insurance Program of Laclede, as amended; filed as Exhibit 10.03 to Laclede's 1990 10-K.
10.02a*	-	Certified copy of resolutions of Laclede's Board of Directors adopted on June 27, 1991 amending the Senior Officers' Life Insurance Program; filed as Exhibit 10.01 to Laclede's 10-Q for the fiscal quarter ended June 30, 1991.
10.02b*	-	Certified copy of resolutions of Laclede's Board of Directors adopted on January 28, 1993 amending the Senior Officers' Life Insurance Program; filed as Exhibit 10.03 to Laclede's 10-Q for the fiscal quarter ended March 31, 1993.
10.03*	-	Employees' Retirement Plan of Laclede Gas Company - Management Employees, effective as of July 1, 1990, as amended; filed as Exhibit 10.01 to the Laclede's 10-Q for the fiscal quarter ended June 30, 1990.
10.03a*	-	Amendment to the Employees' Retirement Plan of Laclede Gas Company - Management Employees adopted by the Board of Directors on September 27, 1990; filed as Exhibit 10.04a to Laclede's 1990 10-K.
10.03b*	-	Amendments dated December 12, 1990 to the Employees' Retirement Plan of Laclede Gas Company - Management Employees; filed as Exhibit 10.04b to Laclede's 1990 10-K.
10.03c*	-	Amendment to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated January 10, 1994; filed as Exhibit 10.01 to Laclede's 10-Q for the fiscal quarter ended December 31, 1993.
10.03d*	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated July 29, 1994; filed as Exhibit 10.3d to Laclede's 1994 10-K.
10.03e*	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated February 21, 1995; filed as Exhibit 10.4 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.
10.03f*	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated March 7, 1995; filed as Exhibit 10.5 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.
10.03g*	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated September 11, 1995; filed as Exhibit 10.03g to Laclede's 1995 10-K.
10.03h*	-	Amendments to the Employees' Retirement Plan of Laclede Gas Company - Management Employees dated August 14, 1996; filed as Exhibit 10.03h to Laclede's 1996 10-K.

* Incorporated herein by reference and made a part hereof. Laclede's File No. 1-1822; the Company's File No. 1-16681.

INDEX TO EXHIBITS

Exhibit No.		
10.03i*	-	Amendment to the Employees' Retirement Plan of Laclede Gas Company - Management Employees adopted by the Board of Directors on December 19, 1996; filed as Exhibit 10.01 to Laclede's 10-Q for the fiscal quarter ended December 31, 1996.
10.03j*	-	Amendment to the Employees' Retirement Plan of Laclede Gas Company - Management Employees adopted February 7, 1997; filed as Exhibit 10.01 to Laclede's 10-Q for the fiscal quarter ended March 31, 1997.
10.03k*	-	Amendment to the Employees' Retirement Plan of Laclede Gas Company - Management Employees adopted October 1, 2000; filed as Exhibit 10.03k to Laclede's 2000 10-K.
10.04*	-	Laclede Gas Company Supplemental Retirement Benefit Plan, as amended and restated effective July 25, 1991; filed as Exhibit 10.05 to Laclede's 1991 10-K.
10.04a*	-	Trust Agreement with Boatmen's Trust Company, dated September 4, 1990; filed as Exhibit 10.05c to Laclede's 1990 10-K.
10.04b*	-	First Amendment to Laclede Gas Company Trust Agreement dated as of September 4, 1990, adopted by the Board of Directors on September 23, 1993; filed as Exhibit 10.05b to Laclede's 1993 10-K.
10.04c*	-	Amendment (effective as of January 15, 1998) to Laclede Gas Company Trust Agreement (dated as of September 4, 1990) relating to the Laclede Gas Company Supplemental Retirement Plan; filed as Exhibit 10.01 to Laclede's 10-Q for the fiscal quarter ended June 30, 1998.
10.05*	-	Laclede Gas Company Salary Deferral Savings Plan, as amended through February 27, 1992; filed as Exhibit 10.08 to Laclede's 10-Q for the fiscal quarter ended March 31, 1992.
10.05a*	-	Amendment to the Company's Salary Deferral Savings Plan, effective January 31, 1992, adopted by the Board of Directors on August 27, 1992; filed as Exhibit 10.08a to Laclede's 1992 10-K.
10.05b*	-	Amendment to Laclede's Salary Deferral Savings Plan dated January 10, 1994; filed as Exhibit 10.02 to Laclede's 10-Q for the fiscal quarter ended December 31, 1993.
10.05c*	-	Amendments to Laclede's Salary Deferral Savings Plan, dated July 29, 1994; filed as Exhibit 10.05c to Laclede's 1994 10-K.
10.05d*	-	Amendments to Laclede's Salary Deferral Savings Plan effective August 1, 1994 adopted by the Board of Directors on August 25, 1994; filed as Exhibit 10.05d to Laclede's 1994 10-K.
10.05e*	-	Amendments to Laclede's Salary Deferral Savings Plan dated September 27, 1994; filed as Exhibit 10.05e to Laclede's 1994 10-K.
10.05f*	-	Amendments to Laclede's Salary Deferral Savings Plan dated February 21, 1995; filed as Exhibit 10.1 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.

* Incorporated herein by reference and made a part hereof. Laclede's File No. 1-1822; the Company's File No. 1-16681.

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Exhibit No.		
10.05g*	-	Amendments to Laclede's Salary Deferral Savings Plan dated March 7, 1995; filed as Exhibit 10.2 to Laclede's 10-Q for the fiscal quarter ended March 31, 1995.
10.05h*	-	Amendments to Laclede's Salary Deferral Savings Plan dated June 26, 1995; filed as Exhibit 10.1 to Laclede's 10-Q for the fiscal quarter ended June 30, 1995.
10.05i*	-	Amendments to Laclede's Salary Deferral Savings Plan dated August 3, 1995; filed as Exhibit 10.05 to Laclede's 1995 10-K.
10.05j*	-	Amendments to Laclede's Salary Deferral Savings Plan adopted April 21, 1997; filed as Exhibit 4.1 to Laclede's 10-Q for the fiscal quarter ended June 30, 1997.
10.05k*	-	Amendments to Laclede's Salary Deferral Savings Plan adopted October 5, 1998; filed as Exhibit 10 to Laclede's 10-Q for the fiscal quarter ended December 31, 1998.
10.05l*	-	Amendments to Laclede's Salary Deferral Savings Plan adopted with the following effective dates: October 1, 2000, November 1, 2000, February 3, 1997, August 1, 2000; filed as Exhibit 10.05l to Laclede's 2000 10-K.
10.05m	-	Amendments to Laclede's Salary Deferral Savings Plan dated September 18, 2001.
10.06*	-	Laclede Gas Company Deferred Compensation Plan for Non-Employee Directors dated March 26, 1981; filed as Exhibit 10.12 to Laclede's 1989 10-K.
10.06a*	-	First Amendment to Laclede's Deferred Compensation Plan for Non-Employee Directors, adopted by the Board of Directors on July 26, 1990; filed as Exhibit 10.09a to Laclede's 1990 10-K.
10.06b*	-	Amendment to Laclede's Deferred Compensation Plan for Non-Employee Directors, adopted by the Board of Directors on August 27, 1992; filed as Exhibit 10.09b to Laclede's 1992 10-K.
10.07*	-	Transportation Service Agreement dated October 13, 1993 between Mississippi River Transmission Corporation and Laclede; filed as exhibit 10.07d to Laclede's 1997 10-K.
10.07a*	-	Storage Service Agreement dated October 13, 1993 between Mississippi River Transmission Corporation and Laclede; filed as exhibit 10.07e to Laclede's 1997 10-K.
10.08*	-	The Retirement Plan for Non-Employee Directors of Laclede Gas Company dated January 24, 1985; filed as Exhibit 10.01 to Laclede's 10-Q for the fiscal quarter ended March 31, 1990.
10.08a*	-	First Amendment to Retirement Plan for Laclede's Non-Employee Directors, adopted by the Board of Directors on July 26, 1990; filed as Exhibit 10.11a to Laclede's 1990 10-K.
10.08b*	-	Amendments to the Retirement Plan for Non-Employee Directors, adopted by the Board of Directors on January 23, 1992; filed as Exhibit 10.11 to Laclede's 10-Q for the fiscal quarter ended March 31, 1992.

* Incorporated herein by reference and made a part hereof. Laclede's File No. 1-1822; the Company's File No. 1-16681.

INDEX TO EXHIBITS

Exhibit No.		
10.09*	-	Salient Features of the Laclede Gas Company Deferred Income Plan for Directors and Selected Executives, including amendments adopted by the Board of Directors on July 26, 1990; filed as Exhibit 10.12 to the Laclede's 1991 10-K.
10.09a*	-	Amendment to Laclede's Deferred Income Plan for Directors and Selected Executives, adopted by the Board of Directors on August 27, 1992; filed as Exhibit 10.12a to Laclede's 1992 10-K.
10.10*	-	Form of Indemnification Agreement between Laclede and its Directors and Officers; filed as Exhibit 10.13 to Laclede's 1990 10-K.
10.11*	-	Laclede Gas Company Management Continuity Protection Plan, as amended, effective at the close of business on January 27, 1994, by the Board of Directors; filed as Exhibit 10.1 to Laclede's 10-Q for the fiscal quarter ended March 31, 1994.
10.12*	-	Laclede Gas Company Restricted Stock Plan for Non-Employee Directors, effective as of January 25, 1990; filed as Exhibit 10.03 to Laclede's 10-Q for the fiscal quarter ended March 31, 1990.
10.12a*	-	Extension and amendment of Laclede's Restricted Stock Plan for Non-Employee Directors adopted by the Board of Directors on November 17, 1994; filed as Exhibit 10.1 to Laclede's 10-Q for the quarter ended December 31, 1994.
10.12b*	-	Amendment to the Laclede Gas Company Restricted Stock Plan for Non-Employee Directors adopted August 14, 1998; filed as Exhibit 10.12b to Laclede's 1998 10-K.
10.12c*	-	Amendment to the Laclede Gas Company Restricted Stock Plan for Non-Employee Directors adopted December 16, 1999; filed as Exhibit 10.01 to Laclede's 10-Q for the quarter ended June 30, 2000.
10.13*	-	Laclede Gas Company Trust Agreement with Boatmen's Trust Company, dated December 7, 1989; filed as Exhibit 10.16 to Laclede's 1990 10-K.
10.13a*	-	First Amendment to Laclede's Trust Agreement, adopted by the Board of Directors on July 26, 1990; filed as Exhibit 10.16a to Laclede's 1990 10-K.
10.13b*	-	Second Amendment to Laclede's Trust Agreement dated as of December 7, 1989, adopted by the Board of Directors on September 23, 1993; filed as Exhibit 10.16b to Laclede's 1993 10-K.
10.13c*	-	Third Amendment to Laclede Gas Company Trust Agreement dated as of December 7, 1989 adopted by the Board of Directors on August 28, 1997; filed as Exhibit 10.13c Laclede's 1997 10-K.
10.13d*	-	Amendment (effective as of January 15, 1998) to Laclede Gas Company Trust Agreement (dated as of December 7, 1989); filed as Exhibit 10.02 to Laclede's 10-Q for the fiscal quarter ended June 30, 1998.
10.14*	-	Salient Features of the Laclede Gas Company Deferred Income Plan II for Directors and Selected Executives adopted by the Board of Directors on September 23, 1993; filed as Exhibit 10.17 to Laclede's 1993 10-K.

* Incorporated herein by reference and made a part hereof. Laclede's File No. 1-1822; the Company's File No. 1-16681.

INDEX TO EXHIBITS

Exhibit

No.		
10.15*	-	Lines of Credit Agreements dated January 16, 2001 with UMB Bank, N.A.; filed as Exhibit 10.2 to Laclede's 10-Q for the quarter ended March 31, 2001.
10.16*	-	Revolving Credit Facility with Firstar Bank N.A., Bank One, N.A., The Fuji Bank, Ltd., Comerica Bank and Bank Hapoalim B.M.; filed as Exhibit 10.01 to Laclede's 10-Q for the quarter ended December 31, 2000.
10.16a	-	First Amendment to Loan Agreement dated October 1, 2001.
10.17	-	Line of Credit Agreement dated September 12, 2001 with U.S. Bank National Association.
10.18*	-	Severance Benefits Agreement dated as of July 31, 2000 between Laclede Gas Company and D.H. Yaeger; filed as Exhibit 10.21 to Laclede's 2000 Form 10-K.
12	-	Ratio of Earnings to Fixed Charges.
21	-	Subsidiaries of the Registrant.
23	-	Consent of Independent Public Accountants.

* Incorporated herein by reference and made a part hereof. Laclede's File No. 1-1822; the Company's File No. 1-16681.

Exhibit 4.15l

Date: September 18, 2001

Douglas H. Yaeger (as Chairman of the Board, President and Chief Executive Officer of Laclede Gas Company), and Gerald T. McNeive, Jr. (as Senior Vice President - Finance and General Counsel of Laclede Gas Company), pursuant to resolutions adopted by the Board of Directors on August 28, 1986, which resolutions, among other things, granted to any two executive officers who hold one of the following offices: Chairman of the Board; President; Executive Vice President; or Senior Vice President; the authority to amend any or all of the benefit plans and/or related trust agreements of the Company (collectively the "Plans") to the extent such amendments deal with changes necessary or appropriate: (1) to comply with, or obtain the benefit of, applicable laws and/or regulations, as amended from time to time; (2) to reflect minor or routine administrative factors; (3) to clarify the meaning of any of the provisions of the Plans; and/or (4) to evidence changes in then existing Plans to reflect the interrelationship thereof with newly adopted Plans or amendments to Plans, which newly adopted Plans or amendments affect the terms of such other then existing Plans; do hereby amend the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan as set forth in the attached exhibit, such amendment to be effectuated and evidenced by our signatures on said exhibit.

AMENDMENTS TO THE MISSOURI NATURAL GAS DIVISION OF LACLEDE GAS COMPANY DUAL SAVINGS PLAN

1. Effective February 1, 1998, paragraph (e) of Section I is hereby amended to read as follows:

"(e) "Trustee" means that corporation designated by the Company from time to time to act as Trustee under the Trust Agreement, as specified in Section X."

2. Effective April 15, 1998, paragraph (h) of Section I is hereby amended to read as follows:

"(h) "Participant" means an Eligible Employee, or former Eligible Employee, who has enrolled in the Plan and who has an Account which has not been fully distributed. A Participant may be either a Physical Worker or a Clerical Worker."

3. Effective February 1, 1998, a new unnumbered paragraph is hereby added at the end of paragraph (o) of Section I to read as follows:

"In the event that an individual who was not classified as an Employee or a common-law employee is legally reclassified as an Employee or a common-law employee of the Company, such Employee shall only first be considered to be an Employee at the time of such reclassification, or, if later, at the time that such individual is initially treated as an Employee or common-law employee on the payroll records of the Company."

4. Effective November 1, 1998, subparagraphs (1) and (4) of paragraph (p) of Section I are hereby amended to read as follows:

"(1) Pre-Tax Deposit Account means the subaccount that holds the Participant's Pre-Tax Deposits plus increment and decrement thereon. Effective November 1, 1998, the Pre-Tax Deposit Account may also include a Physical Worker's Post-Tax Deposit Account in accordance with paragraph (g) of Section IV."

"(4) Pre-Tax Match Account means the subaccount that holds the Company contributions that matched Participant Pre-Tax Deposits plus the increment and decrement on such contributions. Effective November 1, 1998, the Pre-Tax Match Account may also include a Physical Worker's Post-Tax Match Account in accordance with paragraph (g) of Section IV."

5. Effective November 1, 1998, paragraph (v) of Section I is hereby amended to read as follows:

"(v) "Pre-Tax Deposits" means amounts withheld, prior to income taxation, from a Participant's Earnings, pursuant to an Earnings Deferral Agreement between the Participant and the Company, and deposited in the Participant's Pre-Tax Deposit Account under the Plan. Beginning November 1, 1998, Pre-Tax Deposits may also include a Physical Worker's Post-Tax Deposits which have been transferred in accordance with paragraph (g) of Section IV."

6. Effective April 15, 1998, paragraphs (aa) and (bb) are hereby added to Section I and, effective February 1, 1998, paragraphs (cc) and (dd) are hereby added to Section I, to read as follows:

"(aa) "Physical Worker" means an Employee of the Missouri Natural Gas Division of the Company who is covered under the collective bargaining agreement between the Missouri Natural Gas Division of Laclede Gas Company and the Oil, Chemical and Atomic Workers International Union, Local Union No. 5-884, and whose job classification is other than as cashier or assistant cashier.

(bb) "Clerical Worker" means an Employee of the Missouri Natural Gas Division of the Company who is covered under the collective bargaining agreement between the Missouri Natural Gas Division of Laclede Gas Company and the Oil, Chemical and Atomic Workers International Union, Local Union No. 5-884, and whose job classification is as cashier or assistant cashier.

(cc) "Investment Manager" means any entity designated by the Company to direct the investment and reinvestment of one, or more, of the investment funds subject to the Trust Agreement. The Company shall have the authority to confirm or deny the appointment of any Investment Manager.

(dd) "Valuation Date" means any day that the New York Stock Exchange is open for business or any other date chosen by the Committee."

7. Effective April 15, 1999, paragraph (a) of Section IV is hereby amended in its entirety, to read as follows:

"(a) Participant Matchable Deposits. Participant Matchable Deposits for each Plan Year shall be made in one percent (1%) increments with a minimum of two percent (2%) and a maximum of seven percent (7%) of Earnings. A Clerical Worker shall designate the Participant Matchable Deposits as either Pre-Tax Deposits for credit to the Pre-Tax Deposit Account or as Post-Tax Deposits for credit to the Post-Tax Deposit Account whichever he designates. The entire Participant Matchable Deposit for any Plan Year must be credited to only one of these accounts; it may not be split between them. Beginning November 1, 1998, a Physical Worker's Participant Matchable Deposits shall only consist of Pre-Tax Deposits for credit to the Pre-Tax Deposit Account. The Participant's designated percentage (and account as applicable to a Clerical Worker) shall apply until changed and may be changed as of any succeeding Anniversary Date provided such change is communicated in writing to the Committee prior to such date. The then current designated percentage shall be automatically applied to any change in Earnings."

8. Effective April 15, 1999, paragraph (c) of Section IV is hereby amended in its entirety, to read as follows:

"(c) Participant Non-Matchable Deposits. Each Participant, in addition to the deposit under paragraph (a) of this Section IV, may designate additional deposits up to eight percent (8%) of his Earnings in any Plan Year for credit to his deposit accounts. Beginning November 1, 1998, a Clerical Worker must designate the portion of his Participant Non-Matchable Deposits which are Pre-Tax Deposits to be credited to his Pre-Tax Deposit Account and/or which are Post-Tax Deposits to be credited to his Post-Tax Deposit Account. Beginning November 1, 1998, a Physical Worker's Participant Non-Matchable Deposits shall be Pre-Tax Deposits credited to his Pre-Tax Deposit Account."

9. Effective February 1, 1998, subparagraphs (1) and (2) of paragraph (d) of Section IV are hereby amended in their entirety, to read as follows:

"(1) "Additions" means the total of:

(i) Company Contributions allocated to a Participant's Company Contribution Account for such Limitation Year, plus

(ii) for Limitations Years after September 30, 1987, the Participant's contribution to his "Participant Deposit Account" under the Missouri Natural Gas Division of Laclede Gas Company Savings Plan, Pre-Tax Deposit Account and Post-Tax Deposit Account.

(2) The amount of such Additions with respect to any Participant for any Plan Year shall not exceed the lesser of

(i) Thirty thousand dollars ($30,000) (or such greater amount allowed by the Secretary of Treasury for cost of living increases after September 2, 1974), or

(ii) Twenty-five percent (25%) of the Participant's Earnings, excluding for this purpose for Plan Years beginning before 1998, any compensation deferred by said Participant as Pre-Tax Deposits under this Plan for such Plan Year.

In applying the foregoing limitation, the Committee shall take into account all defined contribution plans of the Company."

10. Effective November 1, 1998, paragraph (g) of Section IV is hereby amended in its entirety to read as follows:

"(g) Investment Elections - Post-Tax. Beginning November 1, 1998, additional Post-Tax Deposits may be made only by Clerical Workers.

Beginning November 1, 1998, Physical Workers have the options outlined below for the balance of their pre-November 1, 1998 Post-Tax Deposits, Post-Tax Match

Contributions and applicable earnings on both. A Physical Worker may elect to have his Post-Tax Deposit Account and Post-Tax Match Account invested effective November 1, 1998 as a Pre-Tax Deposit Account and Pre-Tax Match Account under the terms of paragraph (h) of this section or he may elect to withdraw the balance of his Post-Tax Deposit Account on November 1, 1998, in accordance with paragraph (b) of Section VII. Alternatively, a Physical Worker who fails to elect to have his Post-Tax Deposit Account and Post-Tax Match Account invested as a Pre-Tax Deposit Account and Pre-Tax Match Account under the terms of paragraph (h) of this section may either withdraw his Post-Tax Deposit Account prior to November 1, 2002 in accordance with paragraph (b) of Section VII, or his Post-Tax Deposit Account and Post-Tax Match Account will be invested after November 1, 2002 as a Pre-Tax Deposit Account and Pre-Tax Match Account under the terms of paragraph (h) of this section. Such Post-Tax Deposits which are invested as Pre-Tax Deposit Accounts remain subject to taxation as Post-Tax Deposits as required by the Code.

Prior investment elections by each Participant under the Missouri Natural Gas Division of Laclede Gas Company Savings Plan will remain in effect at the outset of this Plan. A Clerical Worker Participant may elect to have his Post-Tax Deposits and his Post-Tax Match Contributions invested either:

(1) 100% in fixed income obligations; or

(2) 100% in a diversified equity portfolio; or

(3) 100% in short term investments; or

(4) 50% each in any two of the three categories specified in subparagraphs (1), (2) or (3) of this sentence.

Notwithstanding any provision in this Plan to the contrary, the Trustee shall also receive as soon as administratively feasible after the execution of this Plan, those amounts in the Participant's "Participant Deposit Account" and "Company Contribution Account" under the Missouri Natural Gas Division of Laclede Gas Company Savings Plan to be held, invested and managed in the Participant's Post-Tax Deposit Account and Post-Tax Match Account, respectively, under this Plan, and in accordance with prior investment elections by each Participant under the Missouri Natural Gas Division of Laclede Gas Company Savings Plan.

The foregoing investments (and any investment made pursuant to paragraph (h) of this Section IV) in any or all instances may include, but shall not be limited to, investments in collective or commingled funds qualified under the provisions of Code Section 401(a) and exempt under the provisions of Code Section 501(a), as such Code sections may be from time to time amended or renumbered.

A Clerical Worker Participant may change any such election to a subsequent election to operate prospectively with respect to such Participant's Post-Tax Deposits and Post-Tax Match Contributions, which subsequent election may from time to time be made as of any Anniversary Date, provided that each such subsequent election (effective on such Anniversary Date) shall be made by giving thirty (30) days prior written notice to the Committee. Any such change in election will not affect the investment of the Clerical Worker's Post-Tax Deposit Account balance or Post-Tax Match Account balance. A new Clerical Worker Participant shall file his initial election when he enrolls. After an election has been made, it will be followed until changed in writing."

11. Effective November 1, 1998, paragraph (h) of Section IV is hereby amended in its entirety to read as follows:

"(h) Investment Elections - Pre-Tax. Effective November 1, 1998, a Participant may elect to have his Pre-Tax Deposits and Pre-Tax Match Contributions invested in the following investment categories:

(1) fixed income obligations;

(2) diversified equity portfolios;

(3) short-term investments;

(4) Common Stock of Laclede Gas Company.

Such Pre-Tax Deposits and Pre-Tax Match Contributions may be allocated among the various investment funds in one percent (1%) increments. The allocation among the various investment funds for current contributions may be changed a maximum of once per month.

A Participant may change any such election to a subsequent election to operate prospectively with respect to such Participant's Pre-Tax Deposits and Pre-Tax Match Contributions, which subsequent election may from time to time be made as of any Anniversary Date, provided that each such subsequent election (effective on such Anniversary Date) shall be made by giving thirty (30) days prior written notice to the Committee. A new Participant shall file his initial election when he enrolls. After an election has been made, it will be followed until changed in writing.

Either with or without changing his investment election with respect to future Pre-Tax Deposits and Pre-Tax Match Contributions, a Participant may, by giving thirty (30) days prior written notice to the Committee, direct that his Pre-Tax Deposit Account balance and Pre-Tax Match Account balance be invested as soon as practicable on or after the intended effective date in one or more of the above investment funds, in one percent (1%) increments, as provided in this paragraph (h). The valuation of the Participant's Accounts as of the end of the day immediately preceding the intended effective date of such investment direction shall be controlling for purposes of implementing the investment direction. A change in investment direction under this paragraph (h) made be made only two (2) times per month.

Notwithstanding any provision in this Plan to the contrary, investment elections, changes or transfers, loans and certain other decisions or elections by a Participant under this Plan affecting his Pre-Tax Deposit Account and/or Pre-Tax Match Account may be accomplished by electronic or telephonic means which are not otherwise prohibited by law and which are in accordance with procedures and/or systems approved or arranged by the Committee or its delegate expressly for that purpose.

Participant investment directions which a Participant originates electronically or by telephone pursuant to this Section of the Plan will be effective no later than on the first Valuation Date following the date on which the Participant originated the election."

12. Effective February 1, 1998, paragraphs (k) and (l) are hereby added to Section IV to read as follows:

"(k) Valuation of Shares. The value of a fractional Share for purposes of this Section shall be based on the value of a full Share at the closing price per Share on the New York Stock Exchange on the Valuation Date which is one day prior to distribution.

(l) Unit Valuations. The Committee may establish unit values for one or more investment funds, or portion thereof, and maintain each Participant's interest in such investment fund in units in accordance with such rules and procedures as the Committee deems appropriate. To the extent that unit accounting is utilized for any investment fund or portion thereof, the value of a Participant's interest in the investment fund at any time shall be an amount equal to the value of a unit of such investment fund multiplied by the number of units then credited to the Participant plus such portion of the Participant's interest in such investment fund which is not accounted for in units."

13. Effective November 1, 1998, a new paragraph (f) is hereby added to Section VI to read as follows:

"(f) A Physical Worker Participant shall be vested 100% in the balance of his Pre-November 1, 1998 Post-Tax Match Account as of November 1, 1998."

14. Effective November 1, 1998, paragraph (a) of Section VII is hereby amended in its entirety to read as follows:

"(a) Withdrawal from Participant Pre-Tax Deposit and/or Pre-Tax Match Accounts. A Participant may, after attaining age 59-1/2, withdraw all or any portion of his Pre-

Tax Deposit or Pre-Tax Match Accounts at any time by giving written notice to the Committee. Prior to attaining age 59-1/2, a Participant who satisfies the Plan's financial hardship requirements may withdraw all or any portion of the Participant's Pre-Tax Deposit Account, but exclusive of related earnings and amounts previously distributed due to hardship. Application for hardship and a demonstration of the existence of such financial hardship must be made to the satisfaction of the Committee. Within thirty (30) days after receipt of such notice and proof of hardship, the Committee shall direct the Trustee to make the appropriate distribution.

A withdrawal satisfies the Plan financial hardship requirements of paragraph (a) of this Section VII if it is made on account of an immediate and heavy financial need of the Participant, and it is necessary to satisfy, and does not exceed, such financial need. Federal tax will be withheld on hardship withdrawals at a rate of twenty percent (20%); state or local income taxes will be withheld at the Participant's request. The amount required for hardship may be increased to include the necessary taxes but cannot exceed the amount available for hardship as provided in this paragraph (a). A hardship withdrawal will not be granted if such financial hardship may be relieved in full by borrowing such amount as allowed under this paragraph (a) and Section VII(e).

A withdrawal will be deemed to be made on account of an immediate and heavy financial need of the Participant if the withdrawal is on account of one or more of the following:

(1) Incurred medical expenses or expenses to obtain medical care for the Participant, the Participant's spouse or any dependents of the Participant.

(2) Payment of tuition, related educational fees, and room and board expenses, for the next twelve (12) months of post-secondary education for the Participant, or the Participant's spouse, children or dependents.

(3) The cost of buying the principal residence of the Participant, not including making mortgage payments.

(4) The cost of preventing an eviction or mortgage foreclosure on the principal residence of the Participant.

(5) Other special circumstances creating a significant financial need essential to the welfare of the Participant or his immediate family.

The hardship withdrawal application shall include a signed statement of the facts demonstrating financial hardship and any other facts or documents required by the Committee. The withdrawal shall be made from each investment fund Account or Accounts in the same proportion as the investment fund Account balances bear to each other. If the Participant is married, the application must be signed by both the Participant and his/her spouse; the spouse's consent must acknowledge the effect of the request for hardship withdrawal; and the spouse's consent must be witnessed by a Plan representative or a notary public. The spousal consent shall not be required if the Participant provides the Committee with satisfactory evidence that such consent cannot be obtained because he/she does not have a spouse; the spouse cannot be located; or such other circumstances as are prescribed by Treasury Regulations. Any consent by a spouse shall be effective only with respect to such spouse. For the purpose of determining whether the hardship withdrawal is necessary to satisfy a financial need of a Participant, the Committee may reasonably rely on the Participant's representation that the need cannot be fully relieved by:

(1) insurance or other reimbursement;

(2) reasonable liquidation of assets if this does not itself create a hardship;

(3) cessation of contributions to the Plan; or

(4) other distributions or nontaxable loans from Company plans or from commercial sources on reasonable commercial terms.

If a Participant who has one outstanding loan applies for a hardship withdrawal and if the amount of the Participant's financial hardship is not in excess of the additional loan amount allowable under Section VII(e), then the Participant shall borrow such additional amount by applying for a second loan from the Plan instead of taking a hardship withdrawal.

If a Participant has two outstanding loans and applies for a hardship withdrawal, such hardship withdrawal may be permitted up to the amount of the hardship and subject to the limitations of this paragraph (a). If a Participant has one outstanding loan and if the amount of the Participant's financial hardship exceeds the maximum loan amount allowable under Section VII(e), then a hardship withdrawal may be permitted up to the amount of hardship and subject to the limitations of this paragraph (a).

A Participant who receives a hardship distribution, as provided in this paragraph (a), or who has an outstanding loan and receives an additional loan to relieve a hardship, as provided in this paragraph (a), shall not be permitted to make Pre-Tax Deposits and/or Post-Tax Deposits pursuant to this Plan until the first payroll date of the calendar month following the expiration of a twelve (12) month period after receipt of either such hardship distribution or such new loan in lieu of the hardship distribution. The Participant must give the Committee at least thirty (30) days advance notice to resume Pre-Tax Deposits and/or Post-Tax Deposits."

15. Effective February 1, 1998, subparagraph (2) of paragraph (e) of
Section VII is hereby amended in its entirety to read as follows:

"(2) The loan may be applied for over the telephone, shall be evidenced by a Promissory Note on a form available from the Committee, shall bear interest at a rate comparable to the prevailing interest rate charged by commercial lenders for similar loans, shall be secured by the Participant's Pre-Tax Deposit and Pre-Tax Match Accounts, and shall be repayable in installments, by payroll deductions, over a period not to exceed 234 weeks from the date of such loan, or not to exceed 494 weeks in the case of a loan for the purchase of the Participant's primary residence. If the Participant is on unpaid leave, payments must be made monthly and must be received by the Committee no later than three (3) workdays before the first calendar day of the month for which the payment is being made. The Note shall be subject to repayment in whole or in part at any time without premium or penalty. Partial repayment can be made only once in a Plan Year and must be in full increments of the current payment amount. Notes shall become due and payable in full when the Participant ceases to be an Employee."

16. Effective February 1, 1998, subparagraph (5) of paragraph (e) of Section VII is hereby amended in its entirety to read as follows:

"(5) An application for a loan must be submitted at least thirty (30) days prior to the first payday of the month during which the loan is intended to be disbursed, and an approved loan shall be disbursed on the first payday of that month. Repayment through payroll deduction will begin on the second payday following the payday on which disbursement occurs. When payment is made in full satisfaction of an outstanding loan, a new loan cannot begin earlier than the third payday after payment in full of the prior loan. The dollar amounts to be loaned shall be taken from the investment Accounts in the same proportion as the investment Account balances bear to each other. No Participant may borrow any sum hereunder so long as any previous loan to such Participant remains unpaid, except as provided under paragraph (a) of this Section."

17. Effective November 1, 1998, paragraph (f) of Section VII is amended to replace the word "subsections" with the word "paragraphs".

18. Effective November 1, 1998, the eighth sentence of paragraph (g) of Section VIII is hereby amended to read as follows:

"Minimum distributions shall be withdrawn from each investment fund or funds in the same proportion as the balance of the investment funds bear to each other."

19. Effective November 1, 1998, paragraph (h) of Section VIII is hereby amended in its entirety to read as follows:

"(h) Deferral of Distribution. Notwithstanding the above, a Participant may elect to defer his distribution until as late as the Participant's Normal Retirement Date, if the total value of the Participant's distribution is $5,000 or greater. The Participant's Account shall be set equal to his distribution entitlement and shall continue to be allocated its share of Plan investment earnings during such deferral. Participant and/or spousal consent shall not be required if distribution is being made because the Participant's Account is less than $5,000."

20. Effective November 1, 1998, paragraph (j) of Section VIII is hereby amended in its entirety to read as follows:

"(j) Payment due to Qualified Domestic Relations Order. Payment to an alternate payee pursuant to a Qualified Domestic Relations Order shall be made in one lump sum payment, as soon as administratively feasible after the Committee determines that the domestic relations order is a Qualified Domestic Relations Order (as defined in Section 414(p) of the Code), and after the Committee has delivered notice of the distribution to the alternate payee (as described by paragraph (k) of this Section), in an amount specified in such domestic relations order. Payment to an alternate payee may be made before the time the Participant's vested account balance becomes payable to the Participant.

To the extent the Qualified Domestic Relations Order requires payment of all or any portion of a Participant's account to an alternate payee on or after the Participant's earliest retirement age (as defined in Section 414(p) of the Code), such amount shall be segregated into a separate account for such alternate payee and shall be invested among the respective investment funds in the same ratio as the Participant's account immediately prior to such segregation, and, if directed investments are available, the alternate payee shall then be entitled to direct the investment of the segregated funds. Payment shall then be made to the alternate payee at the time and in the form specified in the Qualified Domestic Relations Order."

21. Effective November 1, 1998 a new paragraph (f) is hereby added at the end of Section XI to read as follows:

"(f) Administrative Delegate. The Committee shall have the authority and discretion to engage an Administrative Delegate who shall perform, without discretionary authority or control, administrative functions within the framework of policies, interpretations, rules, practices, and procedures made by the Committee or other Plan fiduciary. Any action made or taken by the Administrative Delegate may be appealed by an affected Participant to the Committee in accordance with the claims review procedures provided in paragraph (i) of Section XV. Any decisions which call for interpretations of Plan provisions not previously made by the Committee shall be made only by the Committee. Administrative Delegate means one or more persons or institutions to whom the Committee has delegated certain administrative functions pursuant to a written agreement."

22. Effective November 1, 1998, the second sentence of paragraph (a) of Section XIV is hereby amended to replace the word "subsection" with the word "paragraph".

23. Effective November 1, 1998, the second sentence of paragraph (d) of Section XV is hereby amended to replace the word "subsections" with the word "paragraphs".

24. Effective November 1, 1998, the third sentence of subparagraph (1) of paragraph (h) of Section XV is hereby amended to replace the word "subsection" with the word "paragraph".

/s/ GERALD T. MCNEIVE, JR.

Title: Senior Vice President - Finance
and General Counsel

/s/ D. H. YAEGER

Title: Chairman, President and
Chief Executive Officer

AMENDMENTS TO THE MISSOURI NATURAL GAS DIVISION OF LACLEDE GAS COMPANY DUAL SAVINGS PLAN

1. Effective April 15, 2001, the first sentence of paragraph (a) of Section IV is hereby amended to read as follows:

"Participant Matchable Deposits for each Plan Year shall be made in one percent (1%) increments with a minimum of two percent (2%) and a maximum of eight percent (8%) of Earnings."

2. Effective April 15, 2001, the first sentence of paragraph (c) of Section IV is hereby amended to read as follows:

"Each Participant, in addition to the deposit under paragraph (a) of this Section IV, may designate additional deposits up to seven percent (7%) of his Earnings in any Plan Year for credit to his deposit accounts."

/s/ GERALD T. MCNEIVE, JR.

Title: Senior Vice President - Finance and General Counsel

/s/ D. H. YAEGER

Title: Chairman, President and Chief Executive Officer

Exhibit 10.05m

Date: September 18, 2001

Douglas H. Yaeger (as Chairman of the Board, President and Chief Executive Officer of Laclede Gas Company), and Gerald T. McNeive, Jr. (as Senior Vice President - Finance and General Counsel of Laclede Gas Company), pursuant to resolutions adopted by the Board of Directors on August 28, 1986, which resolutions, among other things, granted to any two executive officers who hold one of the following offices: Chairman of the Board; President; Executive Vice President; or Senior Vice President; the authority to amend any or all of the benefit plans and/or related trust agreements of the Company (collectively the "Plans") to the extent such amendments deal with changes necessary or appropriate: (1) to comply with, or obtain the benefit of, applicable laws and/or regulations, as amended from time to time; (2) to reflect minor or routine administrative factors; (3) to clarify the meaning of any of the provisions of the Plans; and/or (4) to evidence changes in then existing Plans to reflect the interrelationship thereof with newly adopted Plans or amendments to Plans, which newly adopted Plans or amendments affect the terms of such other then existing Plans; do hereby amend the Missouri Natural Gas Division of Laclede Gas Company Retirement Income Plan, Laclede Gas Company Salary Deferral Savings Plan, and the Missouri Natural Gas Division of Laclede Gas Company Dual Savings Plan as set forth in the attached exhibits, such amendments to be effectuated and evidenced by our signatures on said exhibits.

AMENDMENTS TO THE LACLEDE GAS COMPANY SALARY DEFERRAL SAVINGS PLAN

1. Effective October 1, 2001, a new paragraph is inserted at the beginning of Section 4.4 to read as follows:

"4.4 REQUIRED ADJUSTMENT OF SALARY DEFERRALS
Notwithstanding any other provision of this Section, beginning October 1, 2001 the Plan is intended to meet the design-based safe harbors under Code Sections 401(k)(12) and 401(m)(11). For each Plan Year in which the Plan meets the enhanced matching formula, the tests specified in this Section 4.4 and in Section 5.1 need not be calculated. Prior to each Plan Year, Employees will receive the required notification that the Plan will utilize the designed-based safe harbors. If the Plan will not utilize the above design-based safe harbors, then Employees will be notified as such prior to the beginning of the applicable Plan Year."

2. Effective October 1, 2001, a new paragraph is inserted at the beginning of subsection (b) of Section 5.1 to read as follows:

"(b) Notwithstanding any other provision of this subsection, beginning October 1, 2001 the Plan is intended to meet the design-based safe harbors under Code Sections 401(k)(12) and 401(m)(11). For each Plan Year in which the Plan meets the enhanced matching formula, the tests specified in this Section 5.1 and in Section 4.4 need not be calculated. Prior to each Plan Year, Employees will receive the required notification that the Plan will utilize the designed-based safe harbors. If the Plan will not utilize the above design-based safe harbors, then Employees will be notified as such prior to the beginning of the applicable Plan Year."

/s/ GERALD T. MCNEIVE, JR.
Title: Senior Vice President - Finance and General Counsel

/s/ D. H. YAEGER
Title: Chairman, President and Chief Executive Officer

Exhibit 10.16a

FIRST AMENDMENT TO LOAN AGREEMENT

THIS FIRST AMENDMENT TO LOAN AGREEMENT (this "Amendment") is made and entered into effective as of the 1st day of October, 2001, by and among LACLEDE GAS COMPANY, a Missouri corporation ("Borrower"), U. S. BANK NATIONAL ASSOCIATION (formerly known as Firstar Bank, N. A.), BANK ONE, NA,
THE FUJI BANK LIMITED, COMERICA BANK and BANK HAPOALIM B.M. (each, individually, a "Bank" and collectively, the "Banks"); and U. S. BANK NATIONAL ASSOCIATION (formerly known as Firstar Bank, N. A.), as agent for the Banks (in such capacity, the "Agent").

WITNESSETH:

WHEREAS, Borrower, the Banks and the Agent are parties to that certain Loan Agreement dated as of November 30, 2000 (the "Loan Agreement;" all capitalized terms used and not otherwise defined in this Amendment shall have the respective meanings ascribed to them in the Loan Agreement as amended by this Amendment); and

WHEREAS, Borrower, the Banks and the Agent desire to amend the Loan Agreement in the manner hereinafter set forth to, among other things, (a) extend the Revolving Credit Period, (b) reduce the aggregate of the Revolving Credit Commitments to $135,000,000.00, (c) increase the Revolving Credit Commitment of Bank Hapoalim B.M. to $35,000,000.00, (d) reduce the Revolving Credit Commitment of Bank One, NA to $0.00 and eliminate Bank One, NA as a party to the Loan Agreement and the other Transaction Documents, (e) increase the interest rates applicable to the Loans, and (f) to convert the existing commitment fee due under the Loan Agreement to a facility fee;

NOW, THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Borrower, the Banks and the Agent hereby agree as follows:

1. Pursuant to the terms of this First Amendment, the aggregate of the Revolving Credit Commitments of all of the Banks is being reduced to $135,000,000.00, and in connection with such reduction Bank One, NA shall cease to be a party to the Transaction Documents and its Revolving Credit Commitment shall be reduced to $0.00. All outstanding Loans of Bank One, NA shall be repaid by Loans made by each of the other Banks in proportion to their new respective Pro Rata Shares thereof (as the definition of Pro Rata Share is being amended herein), and the Revolving Credit Note of Bank One, NA shall be canceled.

2. The first recital paragraph beginning with the word "WHEREAS" on the first page of the Loan Agreement is hereby deleted in its entirety and the following substituted in lieu thereof:

WHEREAS, Borrower has applied for a revolving credit facility from the Banks in the aggregate principal amount of up to $135,000,000.00; and

3. The definitions of "Fed Funds Rate", "LIBOR Rate," "Pro Rata Share," "Revolving Credit Commitment" and "Revolving Credit Period" set forth in Section 1.01 of the Loan Agreement are hereby deleted in their entirety and the following substituted in lieu thereof:

"Fed Funds Rate shall mean a rate per annum equal to Thirty-Five Hundredths of One Percent (.35%) over and above the Fed Funds Base Rate, which Fed Funds Rate shall fluctuate as and when said Fed Funds Base Rate changes.

LIBOR Rate shall mean a rate per annum equal to the sum of (a) the quotient of the (i) LIBOR Base Rate divided by (ii) one minus the applicable LIBOR Reserve Percentage plus (b) Thirty-Five Hundredths of One Percent

(.35%) per annum. The LIBOR Rate shall be adjusted automatically on and as of the effective date of any change in the LIBOR Reserve Percentage.

Pro Rata Share shall mean for the item at issue, with respect to each Bank, a fraction (expressed as a percentage), the numerator of which is the portion of such item owned or held by such Bank and the denominator of which is the total amount of such item owned or held by all of the Banks. For example, (a) if the amount of the Revolving Credit Commitment of a Bank is $1,000,000.00 and the total amount of the Revolving Credit Commitments of all of the Banks is $5,000,000.00, such Bank's Pro Rata Share of the Revolving Credit Commitments would be Twenty Percent (20%) and (b) if the original principal amount of a Loan is $5,000,000.00 and the portion of such Loan made by one Bank is $500,000.00, such Bank's Pro Rata Share of such Loan would be Ten Percent (10%). As of the date of the First Amendment, the Pro Rata Shares of the Banks with respect to the Revolving Credit Commitments and the Loans are as follows: (a) Firstar (now known as U. S. Bank National Association) - Thirty-Seven and 370,370/10,000,000ths of One Percent (37.0370370%); (b) The Fuji Bank Limited - Eighteen and 5,185,185/10,000,000ths of One Percent (18.5185185%); (c) Comerica Bank - Eighteen and 5,185,185/10,000,000ths of One Percent (18.5185185%); and (d) Bank Hapoalim B.M. - Twenty-Five and 9,259,259/10,000,000ths of One Percent (25.9259259%).

Revolving Credit Commitment shall mean, subject to (a) any reduction of the Revolving Credit Commitments pursuant to Section 2.01(c) and (b) assignments of the Revolving Credit Commitments by the Banks to the extent permitted by Section 8.10: (i) with respect to Firstar (now known as U. S. Bank National Association), $50,000,000.00; (ii) with respect to The Fuji Bank Limited, $25,000,000.00; (iii) with respect to Comerica Bank, $25,000,000.00; and (iv) with respect to Bank Hapoalim B.M., $35,000,000.00.

Revolving Credit Period shall mean the period commencing October 1, 2001, and ending September 30, 2002."

4. The following new definition of "First Amendment" shall be added to Section 1.01 of the Loan Agreement in proper alphabetical order as follows:

First Amendment means that certain First Amendment to Loan Agreement dated as of October 1, 2001 made by and among Borrower, the Agent and the Banks.

5. Section 2.07(b) of the Loan Agreement is hereby deleted in its entirety and the following substituted in lieu thereof:

(b) From and including the date of the First Amendment to but excluding the last day of the Revolving Credit Period, Borrower shall pay to the Agent for the account of each Bank a nonrefundable facility fee on the Revolving Credit Commitment of each such Bank calculated by multiplying the Revolving Credit Commitment of each such Bank by the rate of One-Eighth of One Percent (1/8%) per annum. Said facility fee shall be (i) calculated on a daily basis, (ii) payable quarterly in arrears on each March 31, June 30, September 30 and December 31 during the Revolving

Credit Period commencing December 31, 2001, and on the last day of the Revolving Credit Period, (iii) prorated for any partial quarterly period, and (iv) calculated on an actual day, 360-day year basis.

For the portion of the fiscal quarter beginning on July 1, 2001 and ending on the day preceding the date of this First Amendment, Borrower shall pay to Agent for distribution to the Banks the commitment fee due under Section 2.07(b) of the Loan Agreement as in effect prior to the date of this First Amendment.

6. The Note of Bank Hapoalim B.M. shall be amended and restated on the date hereof in the form of Exhibit A attached hereto to further evidence the increased Revolving Credit Commitment of Bank Hapoalim B.M. to $35,000,000.00, and all references in the Loan Agreement and in the other Transaction Documents to the Note of Bank Hapoalim B.M., and other references of similar import, shall henceforth be amended and deemed to refer to or include the amended and restated Note of Bank Hapoalim B.M. in the form of Exhibit A attached hereto.

7. Borrower hereby agrees to reimburse the Agent upon demand for all out-of-pocket costs and expenses (including, without limitation, reasonable attorneys' fees and expenses) incurred by the Agent in the preparation, negotiation and execution of this Amendment. All of the obligations of Borrower under this paragraph shall survive the payment of the Borrower's Obligations and the termination of the Loan Agreement.

8. All references in the Loan Agreement to "this Agreement" and any other references of similar import shall henceforth mean the Loan Agreement as amended by this Amendment.

9. Except to the extent specifically amended by this Amendment, all of the terms, provisions, conditions, covenants, representations and warranties contained in the Loan Agreement shall be and remain in full force and effect and the same are hereby ratified and confirmed.

10. This Amendment shall be binding upon and inure to the benefit of Borrower, the Banks and the Agent and their respective successors and assigns, except that Borrower may not assign, transfer or delegate any of its rights or obligations under the Loan Agreement as amended by this Amendment.

11. Borrower hereby represents and warrants to the Agent and each Bank that:

(a) the execution, delivery and performance by Borrower of this Amendment are within the corporate powers of Borrower, have been duly authorized by all necessary corporate action and require no action by or in respect of, consent of or filing or recording with, any governmental or regulatory body, instrumentality, authority, agency or official or any other Person;

(b) the execution, delivery and performance by Borrower of this Amendment do not conflict with, or result in a breach of the terms, conditions or provisions of, or constitute a default under or result in any violation of, the terms of the Articles of Incorporation or Bylaws of Borrower, any applicable law, rule, regulation, order, writ, judgment or decree of any court or governmental or regulatory body, instrumentality authority, agency or official or any agreement, document or instrument to which Borrower is a party or by which Borrower or any of its Property is bound or to which Borrower or any of its Property is subject;

(c) this Amendment has been duly executed and delivered by Borrower and constitutes the legal, valid and binding obligation of Borrower enforceable against Borrower in accordance with its terms, except as such enforceability may be limited by (i) applicable bankruptcy, insolvency or similar laws affecting the enforcement of creditors' rights generally and (ii) general principles of equity (regardless of whether such enforceability is considered in a proceeding in equity or at law);

(d) all of the representations and warranties made by Borrower in the Loan Agreement and/or in any other Transaction Document are true and correct in all material respects on and as of the date of this Amendment as if made on and as of the date of this Amendment; and

(e) as of the date of this Amendment, no Default or Event of Default under or within the meaning of the Loan Agreement has occurred and is continuing.

12. In the event of any inconsistency or conflict between this Amendment and the Loan Agreement, the terms, provisions and conditions contained in this Amendment shall govern and control.

13. This Amendment shall be governed by and construed in accordance with the substantive laws of the State of Missouri (without reference to conflict of law principles).

14. ORAL AGREEMENTS OR COMMITMENTS TO LOAN MONEY, EXTEND CREDIT OR TO FORBEAR FROM ENFORCING REPAYMENT OF A DEBT, INCLUDING PROMISES TO EXTEND OR RENEW SUCH DEBT, ARE NOT ENFORCEABLE. TO PROTECT BORROWER, THE AGENT AND THE BANKS FROM MISUNDERSTANDING OR DISAPPOINTMENT, ANY AGREEMENTS REACHED BY BORROWER, THE AGENT AND THE BANKS COVERING SUCH MATTERS ARE CONTAINED IN THE LOAN AGREEMENT AS AMENDED BY THIS AMENDMENT AND THE OTHER TRANSACTION DOCUMENTS, WHICH LOAN AGREEMENT AS AMENDED BY THIS AMENDMENT AND OTHER TRANSACTION DOCUMENTS ARE A COMPLETE AND EXCLUSIVE STATEMENT OF THE AGREEMENTS AMONG BORROWER, THE AGENT AND THE BANKS, EXCEPT AS BORROWER, THE AGENT AND THE BANKS MAY LATER AGREE IN WRITING TO MODIFY THEM.

15. Notwithstanding any provision contained in this Amendment to the contrary, this Amendment shall not be effective unless and until the Agent shall have received:

(a) this Amendment, duly executed by Borrower and each Bank;

(b) a copy of resolutions of the Board of Directors of Borrower, duly adopted, which authorize the execution, delivery and performance of this Amendment;

(c) an incumbency certificate, executed by the Secretary of Borrower, which shall identify by name and title and bear the signatures of all of the officers of Borrower executing this Amendment; and

(d) a certificate of corporate good standing of Borrower issued by the Secretary of State of the State of Missouri.

IN WITNESS WHEREOF, Borrower, the Banks and the Agent have executed this First Amendment to Loan Agreement effective as of the 1st day of October, 2001.

LACLEDE GAS COMPANY

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By:    /s/ R. L. Krutzman
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Title: Treasurer & Assistant Secretary
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U. S. BANK NATIONAL ASSOCIATION

By: /s/ Eric Hartman

Title: Vice President

BANK ONE, NA

By: /s/ Dawn M. Lawler

Title: Vice President

THE FUJI BANK LIMITED

By: /s/ Peter L. Chinnici

Title: Senior Vice President & Group Head

COMERICA BANK

By: /s/ Neran Shaya

Title: Vice President

BANK HAPOALIM B.M.

By:	/s/ Michael J. Byrne	/s/ Thomas J. Hepperle
Title:	VP--Sr. Lending Officer	Vice President

U. S. BANK NATIONAL ASSOCIATION, as Agent

By: /s/ Eric Hartman

Title: Vice President

Exhibit 10.17

U. S. Bank

September 12, 2001

Mr. Ronald L. Krutzman
Treasurer and Assistant Secretary
Laclede Gas Company
720 Olive Street
St. Louis, MO 63101

Dear Ron:

U.S. Bank National Association (formerly known as Firstar Bank, N.A. (which was the successor by merger to Firstar Bank Missouri, National Association, which was formerly known as Mercantile Bank National Association) is pleased to provide a $20,000,000 line of credit maturing September 11, 2002 to Laclede Gas Company for general corporate purposes and for commercial paper backup.

All borrowings will be priced at your option, at U.S. Bank's Prime rate, floating, LIBOR adjusted +1/4% for available maturities to 90 days. Notes issued under this line shall not exceed 90 days. No note shall have a maturity date after September 11, 2002.

Interest shall be payable at the end of each calendar quarter beginning September 30, 2001 and at maturity. Interest shall be computed on the basis of actual 365/366 for prime borrowings and actual 360 basis for LIBOR. Notes issued may be prepaid at any time without penalty, subject to standard funding loss provisions for LIBOR loans.

We may terminate this agreement at any time if we determine, in good faith, that we are not satisfied with your conditions, operations or performance, financial or otherwise.

It is understood that any loans obtained by any subsidiary of Laclede Gas Company, whether or not they are guaranteed by Laclede Gas Company, are excluded from this agreement and shall not be charged against the line of credit described above.

Nothing in this letter is intended to alter the arrangements set forth in the agreement dated November 30, 2000 or the availability of $50,000,000 of advances thereunder from U.S. Bank National Association on the terms set forth in said November 30, 2000 agreement.

If the foregoing is acceptable to you, please sign where indicated, and return one original copy to me while retaining the other for your records. We appreciate the opportunity to serve Laclede's needs and to continue the long standing relationship between our companies.

U.S. BANK NATIONAL ASSOCIATION

By: /s/ Eric Hartman
Name: Eric Hartman
Title: Vice President

Accepted this 12th day of September, 2001

LACLEDE GAS COMPANY

By: /s/ Ronald L. Krutzman
Name: Ronald L. Krutzman
Title: Treasurer & Assistant Secretary

Exhibit-12

LACLEDE GAS COMPANY AND SUBSIDIARY COMPANIES

SCHEDULE OF COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES

	Fiscal Year Ended September 30,				
	2001	2000	1999	1998	1997
	(Thousands of Dollars)				
Income before interest charges and income taxes	$73,742	$64,077	$61,016	$64,603	$69,908
Add: One third of applicable rentals charged to operating expense (which approximates the interest factor)	313	310	301	297	294
Total Earnings	$74,055	$64,387	$61,317	$64,900	$70,202
Interest on long-term debt	$18,372	$15,164	$13,966	$14,797	$14,169
Other interest	10,067	8,844	6,627	6,473	4,919
One-third of applicable rentals charged to operating expense (which approximates the interest factor)	313	310	301	297	294
Total Fixed Charges	$28,752	$24,318	$20,894	$21,567	$19,382
Ratio of Earnings to Fixed Charges	2.58	2.65	2.93	3.01	3.62

Exhibit 21

THE LACLEDE GROUP, INC. AND SUBSIDIARIES

SUBSIDIARIES OF THE REGISTRANT

	PERCENT OF VOTING STOCK OWNED
Subsidiaries of The Laclede Group, Inc. (Parent)	
Laclede Gas Company	100%
Laclede Pipeline Company	100%
Laclede Investment LLC*	100%
Laclede Development Company**	100%
*Subsidiary Company of Laclede Investment LLC	
Laclede Energy Resources, Inc.	100%
Subsidiary Company of Laclede Energy Resources, Inc.	
Laclede Gas Family Services, Inc.	100%
**Subsidiary Company of Laclede Development Company	
Laclede Venture Corp.	100%

All of the above corporations have been organized under the laws of the State of Missouri.

Exhibit 23

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement No. 333-40362 of The Laclede Group, Inc. and Laclede Gas Company on Form S-3 and Registration Statement No. 33-52357 of The Laclede Group, Inc. on Form S-3 and in Registration Statement Nos. 33-38413, 33-57573 and 33-64933 of The Laclede Group, Inc. on Form S-8 of our report dated November 15, 2001 (November 29, 2001 as to Note 14), appearing in this Annual Report on Form 10-K of The Laclede Group, Inc. and Laclede Gas Company for the year ended September 30, 2001.

Deloitte & Touche
St. Louis, MO
December 20, 2001
