SOUTH JERSEY INDUSTRIES INC
Form U-3A-2
February 28, 2005

FILE NO. _____

FORM U-3A-2
2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC

STATEMENT BY HOLDING COMPANY CLAIMING EXEMPTION UNDER
RULE U-3A-2 FROM THE PROVISIONS OF THE PUBLIC UTILITY
HOLDING COMPANY ACT OF 1935
TO BE FILED ANNUALLY PRIOR TO MARCH 1

SOUTH JERSEY INDUSTRIES, INC.

hereby files with the Securities and Exchange Commission, pursuant to Rule 2, its statement claiming exemption as a holding company from the provisions of the Public Utility Holding Company Act of 1935. In support of such claim for exemption, the following information is submitted:

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

The claimant, South Jersey Industries, Inc. (SJI), was organized under the laws of the State of New Jersey; its principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. SJI is not a public utility company. It is primarily engaged in the business of owning and holding a majority interest in other business enterprises.

SJI owns all of the outstanding common stock of South Jersey Gas Company (SJG), which was organized under the laws of the State of New Jersey. SJG's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. SJG is a public utility company engaged in the purchase, transmission and sale of natural and mixed gases for residential, commercial, and industrial use in an area of approximately 2,500 square miles in the southern part of New Jersey. SJG also makes off-system sales of natural gas on a wholesale basis to various customers on the interstate pipeline system and transports natural gas purchased directly from producers or suppliers for its own sales and for some of its customers. SJG also assigns or buys capacity for the purchase or transportation of natural gas.

SJI has a 100% ownership interest in South Jersey Resources Group, LLC (SJRG) which was formed on April 1, 1996 under the laws of the State of Delaware. SJRG's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. SJRG is not a public utility company. It provides services for the sale of natural gas to energy marketers, electric and gas utilities and other wholesale users in the mid-Atlantic and southern regions of the country.

SJI owns all of the outstanding common stock of South Jersey Energy

Company (SJE), which was organized on January 15, 1973 under the laws of the State of New Jersey. SJE's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. SJE is not a public utility company. SJE provides services for the acquisition, sale and transportation of natural gas and electricity for industrial, commercial and residential users and markets total energy management services. SJE also markets an air quality monitoring system that tests for hazardous airborne particulate on a real-time basis through AirLogics, LLC.

SJE owns a 50% interest in AirLogics, LLC (AirLogics), a joint venture with GZA GeoEnvironmental, Inc., formed on April 1, 2000 under the laws of the State of Delaware. AirLogics' principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. AirLogics is not a public utility company. It markets a proprietary air monitoring system designed to assist companies involved in environmental clean-up activities.

SJE owns all of the outstanding common stock of SJ EnerTrade, Inc. (EnerTrade) which was formed on October 22, 1997 under the laws of the State of New Jersey. EnerTrade's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. EnerTrade is not a public utility company. It formerly provided services for the sale of natural gas to the casino industry in Atlantic City, New Jersey. EnerTrade is not engaged in any business activity at this time.

SJE also owns 100% of South Jersey Energy Solutions, LLC (SJES), formed June 1, 1999 under the laws of the State of Delaware. SJES's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. SJES is not a public utility company. It sold electricity on a retail basis in the mid-Atlantic states. In May 2002, SJES ceased selling electricity. SJES is not engaged in any business activity at this time.

SJI owns a 50% interest in Millennium Account Services, LLC (Millennium), a joint venture with Conectiv Solutions, LLC formed January 4, 1999 under the laws of the State of Delaware. Millennium's principal location is 2 Regulus Drive, Suite B, Turnersville, New Jersey 08012. Millennium is not a public utility company. It provides meter reading services in southern New Jersey.

SJI has a 100% ownership interest in Marina Energy LLC (Marina) which was formed on October 1, 2000 under the laws of the State of New Jersey. Marina's principal location is 1 South Jersey Plaza, Folsom,

New Jersey 08037. Marina develops and operates energy related projects in southern New Jersey. Marina is not a public utility company.

Marina owns a 51% interest in AC Landfill Energy, LLC (ACLE), which was formed on January 13, 2004, under the laws of the State of New Jersey. DCO Energy, LLC owns the remaining 49% interest. ACLE's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. ACLE is developing a 1,400 kilowatt methane-to-electric power generation system at a county-owned landfill in New Jersey. The facility was not operational as of December 31, 2004. ACLE is not a public utility company.

SJI has a 100% ownership interest in South Jersey Energy Service Plus, LLC (Service Plus) which was formed on March 1, 2003 under the laws of the State of New Jersey. Service Plus's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. Service Plus sell appliance service plans, services major household appliances, and installs

residential heating and air conditioning systems in southern New Jersey. Service Plus is not a public utility company.

SJI owns all of the outstanding common stock of Energy & Minerals, Inc. (EMI), which was organized under the laws of the State of New Jersey. EMI's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. EMI is not a public utility company. It principally owns real estate and the stock of an inactive nonutility subsidiary.

EMI owns all of the outstanding common stock of South Jersey Fuel, Inc. (SJF), which was organized under the laws of the State of New Jersey. SJF's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. SJF is not a public utility company and is presently inactive.

SJI owns all of the outstanding common stock of R&T Group, Inc. (R&T), which was organized under the laws of the State of New Jersey. R&T's principal location is 1 South Jersey Plaza, Folsom, New Jersey 08037. R&T is not a public utility company. It holds the remaining assets and liabilities of certain nonutility subsidiaries of SJI which were merged into R&T in 1997. R&T is presently inactive.

Neither the claimant nor any of its subsidiaries is an EWG nor do they hold a direct or indirect interest in a foreign utility company.

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

receive electric energy or gas at the borders of such State.

SJI does not own directly any properties used for the production, transmission, and distribution of natural or manufactured gas or electric energy.

The properties of SJG used for the production, transmission, and distribution of natural or manufactured gas include mains, service connections and meters, supplemental gas storage facilities, and an LNG storage and vaporization facility, all of which are located in the State of New Jersey (except that certain gas owned by SJG is stored outside the State and transported when needed). There are 5,478 miles of distribution mains. There are 92 miles of mains in the transmission system. No pipelines of SJG deliver or receive gas at the borders of the State of New Jersey.

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

(a) Number of Kwh of electric energy sold (at retail or wholesale) and Mcf of natural or manufactured gas distributed at retail.

During 2004, SJG distributed at retail to residential, commercial and industrial customers 21,375 MMcf of natural or manufactured gas and transported 35,593 MMcf of natural gas purchased directly by its industrial, residential and commercial customers. Retail distribution revenues were $257.0

million and transportation revenues were $82.0 million. SJG also sold 7,457 MMcf, or $50.0 million, of natural gas at wholesale for resale within the State of New Jersey.

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

None

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

During 2004, SJG sold 13,940 MMcf, or $101.5 million, of natural gas at wholesale to customers outside the borders of the State of New Jersey.

Also, throughput related to capacity release amounted to 54,638 MMcf, or $14.4 million in revenues, in 2004.

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

During 2004, SJG purchased approximately 33,769 MMcf of natural gas from out-of-state sources at a total cost, including related expenses, of $339.0 million.

During 2004 SJG purchased and had delivered to it approximately 498 MMcf of liquefied natural gas by over-the-road truck transport to SJG's LNG Storage and Vaporization facility at McKee City, Atlantic County, New Jersey, at a cost of $5.3 million.

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

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

The claimant has no direct or indirect interest or investment of any kind in, or has any sales, service or construction contracts of any kind with, an EWG or a foreign utility company.

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

No system company holds any direct or indirect interest in an EWG or foreign utility company.

(c) Type and amount of capital invested, directly or indirectly, by the holding company claiming exemption; any direct or indirect guarantee of the security of the EWG or foreign utility company by the holding company claiming exemption; and any debt or other financial obligation for which there is recourse, directly or indirectly, to the holding

company claiming exemption or another system company, other than the EWG or foreign utility company.

The claimant holding company has no capital invested, directly or indirectly; nor does it directly or indirectly guarantee any security debt of an EWG or foreign utility company; nor debt or other financial obligation for which there is recourse, directly or indirectly, to the holding company claiming exemption on another system company.

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

None

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

None

EXHIBIT A

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

The above-named claimant has caused this statement to be duly executed on its behalf by its authorized officer on this 28th day of February 2005.

SOUTH JERSEY INDUSTRIES, INC.

/s/ David A. Kindlick

DAVID A. KINDLICK
Vice President & Chief Financial Officer

CORPORATE SEAL

ATTEST:

/s/ Richard H. Walker, Jr., Esquire

RICHARD H. WALKER, JR., ESQUIRE
Vice President, Corporate Secretary, & Corporate Counsel

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

Richard H. Walker, Jr., Esquire
Vice President, Corporate Secretary, & Corporate Counsel
South Jersey Industries, Inc.
1 South Jersey Plaza
Folsom, New Jersey 08037

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EXHIBIT B

EWG ORGANIZATIONAL CHART

Not applicable. See response to Item 4.

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SOUTH JERSEY INDUSTRIES, INC.
CONSOLIDATING STATEMENT OF INCOME
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

	South Jersey Indust. Inc.	South Jersey Gas Company	South Jersey Energy Serv Plus LLC	South Jersey Energy Company Consd.	South Jersey Resources Group LLC	South Marina Energy LLC Consd.	Energy & Minerals Inc Consd.	Gr I
Operating Revenues:								
Utility	$0	$508,827	$0	$0	$0	$0	$0	$
Nonutility	2,491	0	6,371	284,148	18,059	20,865	0	
Total Operating Revenues	2,491	508,827	6,371	284,148	18,059	20,865	0	
Operating Expenses:								
Cost of Sales - Utility	0	340,860	0	0	0	0	0	
Cost of Sales - Nonutility	0	0	2,018	270,845	11,355	8,811	0	
Operations	4,145	56,238	3,389	4,311	1,289	4,619	48	4
Maintenance	0	5,772	0	0	0	0	0	
Depreciation	101	23,047	31	14	15	1,680	0	
Energy and Other Taxes	392	11,458	149	0	0	0	0	
Total Operating Expenses	4,638	437,375	5,587	275,170	12,659	15,110	48	4
Operating (Loss) Income	(2,147)	71,452	784	8,978	5,400	5,755	(48)	(4
Other Income and Expense:								
Dividends from Subsidiaries	9,123	0	0	0	0	0	0	
Equity in Undistributed Earnings of Subs	33,915	0	0	0	0	0	0	
Other	417	886	4	27	146	599	73	4
Total Other Income and Expense	43,455	886	4	27	146	599	73	4

Interest Charges	620	17,906	1	198	45	2,404	0	
Income (Loss) Before Income Taxes	40,688	54,432	787	8,807	5,501	3,950	25	(
Income Taxes								
Current Federal and State Income Taxes	(1,430)	8,711	132	3,498	3,020	239	(17)	(
Deferred Federal and State Income Taxes	(89)	14,259	190	154	(771)	1,157	26	
Total Income Taxes	(1,519)	22,970	322	3,652	2,249	1,396	9	
Equity in Affiliated Companies	766	0	0	135	0	0	0	
Income(Loss) from Continuing Operations	42,973	31,462	465	5,290	3,252	2,554	16	(
Equity in Undistributed Earnings of Discontinued Subsidiaries	(680)	0	0	0	0	0	0	
Discontinued Operations - Net	0	0	0	0	0	0	(680)	
Cumulative Effect of Accounting Change - Net	0	0	0	0	0	0	0	
Net Income (Loss) Applicable to Common Stock	$42,293	$31,462	$465	$5,290	$3,252	$2,554	($664)	($

SOUTH JERSEY INDUSTRIES, INC.
CONSOLIDATING STATEMENT OF RETAINED EARNINGS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

	South Jersey Indust. Inc.	South Jersey Gas Company	South Energy Serv Plus LLC	South Energy Company Consd.	South Jersey Resources Group LLC	Marina Energy LLC Consd.	Minerals Inc Consd.	R Gr I
Retained Earnings - Beginning	$91,638	$108,356	$67	$662	$2,454	$1,428	($14,302)	($7,0
Net Income Applic to Common Stock	42,293	31,462	465	5,290	3,252	2,554	(664)	
	133,931	139,818	532	5,952	5,706	3,982	(14,966)	(7,0
Dividends Declared - Common Stock	22,534	9,123	0	0	0	0	0	

Retained Earnings - Ending	$111,397	$130,695	$532	$5,952	$5,706	$3,982	($14,966)	($7,0

SOUTH JERSEY INDUSTRIES, INC.
CONSOLIDATING ELIMINATIONS AND ADJUSTMENTS
STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

[A]	Equity in Undistributed Earnings of Subsidiaries	$33,915	
	Dividends from Subsidiaries	9,123	
	Dividends Declared - Common Stock		$9,123
	Investment in Subsidiaries		33,235
	Equity in Undistributed Earnings of Discontinued Subsidiaries		680
	To eliminate equity in undistributed earnings recorded by South Jersey Industries, Inc.		
[B]	Retained Earnings - 1/1/04	91,622	
	Investment in Subsidiaries		91,622
	To eliminate retained earnings of subsidiaries at 1/1/04 previously recorded by South Jersey Industries, Inc. under the equity method of accounting.		
[C]	Operating Revenues - Utility	13,879	
	Operating Revenues - Nonutility	7,806	
	Other Income and Expense	1,215	
	Cost of Sales - Utility		13,879
	Cost of Sales - Nonutility		5,315
	Operations		3,105
	Interest Charges		601

SOUTH JERSEY INDUSTRIES, INC.
CONSOLIDATING BALANCE SHEET
AS OF DECEMBER 31, 2004
(In Thousands)

	South	South	Energy

	South Jersey Indust. Inc.	South Jersey Gas Company	Jersey Energy Service Plus LLC	Jersey Energy Company Consld.	South Jersey Resources Group,LLC	Marina Energy LLC Consld.	& Minerls, Inc. Consld.	R & Grou Inc
Assets								
Property, Plant and Equipment:								
Utility Plant, at original cost	$0	$957,287	$0	$0	$0	$0	$0	$0
Accumulated Depreciation and Amortization	0	(224,506)	0	0	0	0	0	0
Nonutility Property and Equipment, at cost	1,338	0	183	57	71	68,129	859	492
Accum. Depreciation	(279)	0	(39)	(33)	(41)	(2,556)	(787)	(305)
Property, Plant and Equipment - Net	1,059	732,781	144	24	30	65,573	72	187
Investments:								
Investments in Subsidiaries	347,857	0	0	0	0	0	0	0
Available-for-Sale Securities	14	5,296	0	0	0	0	0	0
Restricted	0	0	0	0	13,044	553	0	0
Investment in Affiliates	1,249	0	0	693	0	0	0	0
Total Investments	349,120	5,296	0	693	13,044	553	0	0
Current Assets:								
Cash and Cash Equivalnts	790	3,310	100	393	118	510	36	15
Notes Receivable - Associated Companies	33,448	0	0	970	0	0	3,320	1,630
Accounts Receivable	10	39,032	6,237	42,903	56,279	2,660	0	0
Unbilled Revenues	0	34,862	0	10,995	0	0	0	0
Provision for Uncollectibles	0	(2,871)	(87)	(537)	0	0	0	0
Accounts Receivable - Associated Companies	2,287	885	1,844	5	1	0	8	4
Natural Gas in Storage, Average Cost	0	65,691	0	0	13,590	0	0	0
Materials and Supplies, Average Cost	0	4,554	471	0	0	332	0	0
Assets of Discontinued Businesses Held for Disposal	0	0	0	0	0	0	402	0
Accumulated Deferred Income Taxes	22	0	0	171	120	2	1	0
Derivatives - Energy Related Assets	0	1,272	0	9,186	27,016	0	0	0
Derivatives - Other	0	0	0	0	1,549	0	0	0
Prepaid Taxes	0	6,104	0	0	0	0	0	0
Other Prepayments and								

Current Assets	192	2,077	42	238	22	1,508	5	5
Total Current Assets	36,749	154,916	8,607	64,324	98,695	5,012	3,772	1,654
Regulatory and Other Noncurrent Assets:								
Regulatory Assets	0	72,635	0	0	0	0	0	0
Accumulated Deferred Income Taxes	466	0	653	6	0	767	2,144	64
Prepaid Pension	2,342	24,812	1,435	0	0	0	0	0
Derivatives - Energy Related Assets	0	0	0	1,590	5,173	0	0	0
Derivatives - Other	0	0	0	0	197	0	0	0
Unamortized Debt Discount and Expense	0	7,957	0	0	0	937	0	0
Contract Receivables	0	7,101	0	0	0	9,052	0	0
Other	0	2,089	1,454	0	0	3,490	13	0
Total Regulatory and Other Noncurrent Assets	2,808	114,594	3,542	1,596	5,370	14,246	2,157	64
Total Assets	$389,736	$1,007,587	$12,293	$66,637	$117,139	$85,384	$6,001	$1,905

SOUTH JERSEY INDUSTRIES, INC.
CONSOLIDATING BALANCE SHEET
AS OF DECEMBER 31, 2004
(In Thousands)

	South Jersey Indust. Inc.	South Jersey Gas Company	South Jersey Energy Service Plus LLC	South Jersey Energy Company Consld.	South Jersey Resources Group,LLC	Marina Energy LLC Consld.	Energy & Minerls, Inc. Consld.	R & Grou Inc
Capitalization and Liabilities								
Common Equity:								
Common Stock SJI Par Value $1.25 a share Authorized - 20,000,000 shares Outstanding - 13,879,968 shares	$17,350	$0	$0	$0	$0	$0	$0	$0
Common Stock - Subsidiaries	0	5,848	0	50	0	0	13,283	1,000
Premium on Common Stock	213,045	170,317	4,200	3,500	2,918	12,500	1,584	7,800
Capital Stock Expense	(833)	0	0	0	0	0	0	0
Accumulated Other								

Comprehen. (Loss) Income	0	(112)	0	0	4,462	(897)	0	0
Retained Earnings	111,397	130,695	532	5,952	5,706	3,982	(14,966)	(7,044)
Total Common Equity	340,959	306,748	4,732	9,502	13,086	15,585	(99)	1,756
Minority Interest	0	0	0	0	0	227	0	0
Preferred Stock of Subsidiary	0	1,690	0	0	0	0	0	0
Long-Term Debt (less current maturities & sinking fund requirements)	0	282,008	0	0	0	46,906	0	0
Current Liabilities:								
Notes Payable - Banks	39,300	53,000	0	0	0	0	0	0
Notes Payable - Affiliate	0	0	0	195	0	0	0	0
Current Maturities of Long-Term Debt	0	5,273	0	0	0	75	0	0
Notes Payable - Associated Companies	5,920	0	140	9,100	14,320	9,377	511	0
Accounts Payable	1,535	55,193	136	33,685	57,932	2,246	30	0
Accounts Payable to Associated Companies	511	3,834	334	561	227	962	26	1
Customer Deposits	0	8,846	0	0	0	0	0	0
Accumulated Deferred Income Taxes	68	2,627	5	562	4,139	0	(6)	3
Taxes Accrued	(1,580)	1,228	53	3,183	2,459	(61)	124	13
Environmental Remediation Costs	2	13,531	0	0	0	0	277	0
Interest Accrued	0	6,448	0	0	0	199	0	0
Derivatives - Energy Related Liabilities	0	1,799	0	8,046	20,185	0	0	0
Derivatives - Other	0	344	0	0	1,049	0	0	0
Other Current Liabilities	589	5,938	395	117	46	79	23	23
Total Current Liabilities	46,345	158,061	1,063	55,449	100,357	12,877	985	40
Deferred Credits and Other Noncurrent Liabilities:								
Pension and Other Postretirement Benefits	1,348	11,039	622	0	0	0	0	94
Accumulated Deferred Income Taxes - Net	616	138,209	578	188	0	7,118	444	15
Investment Tax Credits	0	3,129	0	0	0	0	0	0
Environmental Remediation Costs	12	37,515	0	0	0	0	3,654	0
Derivatives - Energy Related Liabilities	0	0	0	1,498	3,672	0	0	0
Derivatives - Other	0	0	0	0	24	1,516	0	0
Regulatory Liabilities	0	63,836	0	0	0	0	0	0
Other	456	5,352	5,298	0	0	1,155	1,017	0

Total Def. Credits and Other Noncurrent Liabilities	2,432	259,080	6,498	1,686	3,696	9,789	5,115	109
Total Capitalization and Liabilities	$389,736	$1,007,587	$12,293	$66,637	$117,139	$85,384	$6,001	$1,905

SOUTH JERSEY INDUSTRIES, INC.
CONSOLIDATING ELIMINATIONS AND ADJUSTMENTS
AS OF DECEMBER 31, 2004
(In Thousands)

1]	Common Stock - Subsidiaries	$20,181	
	Premium on Common Stock	202,819	
	Retained Earnings	124,857	
	Investment in Subsidiaries		$347,857
	To eliminate South Jersey Industries, Inc. investment in subsidiaries which is maintained on the equity method of accounting.		
[2]	Accounts Payable - Associated Companies	6,456	
	Accounts Payable	131	
	Accounts Receivable - Associated Companies		5,034
	Accounts Receivable		1,553
	To eliminate intercompany accounts receivable and payable.		
[3]	Notes Payable - Associated Companies	39,368	
	Notes Receivable - Associated Companies		39,368
	To eliminate intercompany short-term notes between South Jersey Industries, Inc. and Subsidiaries		
[4]	Accumulated Deferred Income Taxes - Current Liability	316	
	Accumulated Deferred Income Taxes - Current Asset		316
	To net current accumulated DFIT asset and liability		
[5]	Accumulated Deferred Income Taxes - Noncurrent Liability	4,100	
	Accumulated Deferred Income Taxes - Noncurrent Asset		4,100
	To net noncurrent accumulated DFIT asset and liability		
[6]	Accounts Payable	31,790	

	Accounts Receivable		31,790
	To eliminate intercompany gas receivable and payable.		
[7]	Derivatives - Energy Related Liabilities - Current	11,797	
	Derivatives - Energy Related Liabilities - Non-Current	1,533	
	Derivatives - Energy Related Assets - Current		11,797
	Derivatives - Energy Related Assets - Non-Current		1,533
	To eliminate intercompany mark-to-market of gas contracts.		

SOUTH JERSEY ENERGY COMPANY
CONSOLIDATING STATEMENT OF INCOME
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

	South Jersey Energy Company	SJ EnerTrade Inc.	South Jersey Energy Solutions LLC	Total
Operating Revenues:				
Utility	$0	$0	$0	
Nonutility	284,148	0	0	284,
Total Operating Revenues	284,148	0	0	284,
Operating Expenses:				
Cost of Sales - Utility	0	0	0	
Cost of Sales - Nonutility	270,884	(39)	0	270,
Operations	4,310	1	0	4,
Maintenance	0	0	0	
Depreciation	14	0	0	
Energy and Other Taxes	0	0	0	
Total Operating Expenses	275,208	(38)	0	275,
Operating Income	8,940	38	0	8,
Other Income and Expense:				
Dividends from Subsidiaries	0	0	0	
Equity in Undistributed Earnings of Subs	35	0	0	
Other	7	20	0	

Total Other Income and Expense	42	20	0	
Interest Charges	198	0	0	
Income Before Income Taxes	8,784	58	0	8,
Income Taxes				
Current Federal and State Income Taxes	3,474	24	0	3,
Deferred Federal and State Income Taxes	155	(1)		
Total Income Taxes	3,629	23	0	3,
Equity in Affiliated Companies	135	0	0	
Income from Continuing Operations	5,290	35	0	5,
Equity in Undistributed Earnings of Discontinued Subsidiaries	0	0	0	
Discontinued Operations - Net	0	0	0	
Cumulative Effect of Accounting Change - Net	0	0	0	
Net Income Applicable to Common Stock	$5,290	$35	$0	$5,

SOUTH JERSEY ENERGY COMPANY, INC.
CONSOLIDATING STATEMENT OF RETAINED EARNINGS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

	South Jersey Energy Company	SJ EnerTrade Inc.	South Jersey Energy Solutions LLC	Total
Retained Earnings - Beginning	$662	($841)	$7	($1
Net Income Applicable to Common Stock	5,290	35	0	5,3
	5,952	(806)	7	5,1
Dividends Declared - Common Stock	0	0	0	
Retained Earnings - Ending	$5,952	($806)	$7	$5,1

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SOUTH JERSEY ENERGY COMPANY
CONSOLIDATING ELIMINATIONS AND ADJUSTMENTS
STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

[A] Investment in Subsidiary	$35	
Equity in Undistributed Earnings of Subsidiary		$35

To eliminate and equity in undistributed earnings recorded by South Jersey Energy Company, Inc.

[B] Retained Earnings - 1/1/2004	834	
Investment in Subsidiary		834

To eliminate retained earnings of subsidiary at 1/1/2004 previously recorded by South Jersey Energy Company, Inc. under the equity method of accounting.

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SOUTH JERSEY ENERGY COMPANY
CONSOLIDATING BALANCE SHEET
AS OF DECEMBER 31, 2004
(In Thousands)

	South Jersey Energy Company	South Jersey EnerTrade, Inc.	South Jersey Energy Solutions LLC	
Assets				
Property, Plant and Equipment:				
Utility Plant, at original cost	$0	$0	$0	
Accumulated Depreciation and Amortization	0	0	0	
Nonutility Property and Equipment, at cost	57	0	0	
Accumulated Depreciation	(33)	0	0	
Property, Plant and Equipment - Net	24	0	0	
Investments:				

Investments in Subsidiaries	808	0	0	
Available-for-Sale Securities	0	0	0	
Restricted	0	0	0	
Investment in Affiliates	693	0	0	
Total Investments	1,501	0	0	
Current Assets:				
Cash and Cash Equivalents	369	5	19	
Notes Receivable - Associated Companies	0	970	0	
Accounts Receivable	42,903	0	0	
Unbilled Revenues	10,995	0	0	
Provision for Uncollectibles	(537)	0	0	
Accounts Receivable - Associated Companies	2	3	0	
Natural Gas in Storage, Average Cost	0	0	0	
Materials and Supplies, Average Cost	0	0	0	
Assets of Discontinued Businesses Held for Disposal	0	0	0	
Accumulated Deferred Income Taxes	171	0	0	
Derivatives - Energy Related Assets	9,186	0	0	
Derivatives - Other	0	0	0	
Prepaid Taxes	0	0	0	
Other Prepayments and Current Assets	238	0	0	
Total Current Assets	63,327	978	19	
Regulatory and Other Noncurrent Assets:				
Regulatory Assets	0	0	0	
Accumulated Deferred Income Taxes	11	(5)	0	
Prepaid Pension	0	0	0	
Derivatives - Energy Related Assets	1,590	0	0	
Derivatives - Other	0	0	0	
Unamortized Debt Discount and Expense	0	0	0	
Contract Receivables	0	0	0	
Other	0	0	0	
Total Regulatory and Other Noncurrent Assets	1,601	(5)	0	
Total Assets	$66,453	$973	$19	$

SOUTH JERSEY ENERGY COMPANY
CONSOLIDATING BALANCE SHEET
AS OF DECEMBER 31, 2004
(In Thousands)

	South Jersey Energy Company	South Jersey EnerTrade, Inc.	South Jersey Energy Solutions LLC	
Capitalization and Liabilities				
Common Equity:				
Common Stock SJE No Par Value Authorized - 2,500 shares Outstanding - 500 shares	$50	$0	$0	
Common Stock - Subsidiaries	0	1	0	
Premium on Common Stock	3,500	1,599	7	
Capital Stock Expense	0	0	0	
Accumulated Other Comprehensive (Loss) Income	0	0	0	
Retained Earnings	5,952	(806)	7	
Total Common Equity	9,502	794	14	
Minority Interest	0	0	0	
Preferred Stock of Subsidiary	0	0	0	
Long-Term Debt (less current maturities & sinking fund requirements)	0	0	0	
Current Liabilities:				
Notes Payable - Banks	0	0	0	
Notes Payable - Affiliate	195	0	0	
Current Maturities of Long-Term Debt	0	0	0	
Notes Payable - Associated Companies	9,100	0	0	
Accounts Payable	33,685	0	0	
Accounts Payable to Associated Companies	560	1	0	
Customer Deposits	0	0	0	
Accumulated Deferred Income Taxes	549	13	0	
Taxes Accrued	3,008	170	5	
Environmental Remediation Costs	0	0	0	
Interest Accrued	0	0	0	
Derivatives - Energy Related Liabilities	8,046	0	0	
Derivatives - Other	0	0	0	
Other Current Liabilities	117	0	0	
Total Current Liabilities	55,260	184	5	
Deferred Credits and Other Noncurrent Liabilities:				
Pension and Other Postretirement Benefits	0	0	0	
Accumulated Deferred Income Taxes - Net	193	(5)	0	
Investment Tax Credits	0	0	0	
Environmental Remediation Costs	0	0	0	
Derivatives - Energy Related Liabilities	1,498	0	0	
Derivatives - Other	0	0	0	

Regulatory Liabilities	0	0	0	
Other	0	0	0	
Total Def. Credits and Other Noncurrent liabilities	1,691	(5)	0	
Total Capitalization and Liabilities	$66,453	$973	$19	$

SOUTH JERSEY ENERGY COMPANY
CONSOLIDATING ELIMINATIONS AND ADJUSTMENTS
AS OF DECEMBER 31, 2004
(In Thousands)

[1]	Common Stock-Subsidiary	$1	
	Premium on Common Stock	1,606	
	Retained Earnings		$799
	Investment in Subsidiary		808

To eliminate South Jersey Energy Company, Inc. investment in subsidiary which is maintained on the equity method of accounting.

MARINA ENERGY LLC
CONSOLIDATING STATEMENT OF INCOME
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

	Marina Energy LLC	AC Landfill Energy LLC	Total	El Ad
Operating Revenues:				
Utility	$0	$0	$0	
Nonutility	20,865	0	20,865	
Total Operating Revenues	20,865	0	20,865	
Operating Expenses:				
Cost of Sales - Utility	0	0	0	
Cost of Sales - Nonutility	8,811	0	8,811	
Operations	4,619	0	4,619	
Maintenance	0	0	0	
Depreciation	1,680	0	1,680	
Energy and Other Taxes	0	0	0	

Total Operating Expenses	15,110	0	15,110	
Operating Income	5,755	0	5,755	
Other Income and Expense:				
Dividends from Subsidiaries	0	0	0	
Equity in Undistributed Earnings of Subs	0	0	0	
Other	599	0	599	
Total Other Income and Expense	599	0	599	
Interest Charges	2,404	0	2,404	
Income Before Income Taxes	3,950	0	3,950	
Income Taxes				
Current Federal and State Income Taxes	239	0	239	
Deferred Federal and State Income Taxes	1,157	0	1,157	
Total Income Taxes	1,396	0	1,396	
Equity in Affiliated Companies	0	0	0	
Income from Continuing Operations	2,554	0	2,554	
Equity in Undistributed Earnings of Discontinued Subsidiaries	0	0	0	
Discontinued Operations - Net	0	0	0	
Cumulative Effect of Accounting Change - Net	0	0	0	
Net Income Applicable to Common Stock	$2,554	$0	$2,554	

MARINA ENERGY LLC
CONSOLIDATING STATEMENT OF RETAINED EARNINGS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

	Marina Energy LLC	AC Landfill Energy LLC	Total	Eli Ad
Retained Earnings - Beginning	$1,428	$0	$1,428	

Net Income Applicable to Common Stock	2,554	0	0	
	3,982	0	1,428	
Dividends Declared - Common Stock	0	0	0	
Retained Earnings - Ending	$3,982	$0	$1,428	

MARINA ENERGY LLC
CONSOLIDATING BALANCE SHEET
AS OF DECEMBER 31, 2004
(In Thousands)

	Marina Energy LLC	AC Landfill Energy LLC	Total	Eliminations & Adjustments
Assets				
Property, Plant and Equipment:				
Utility Plant, at original cost	$0	$0	$0	$0
Accumulated Depreciation and Amortization	0	0	0	0
Nonutility Property and Equipment, at cost	66,023	2,106	68,129	0
Accumulated Depreciation	(2,556)	0	(2,556)	0
Property, Plant and Equipment - Net	63,467	2,106	65,573	0
Investments:				
Investments in Subsidiaries	236	0	236	(236)[
Available-for-Sale Securities	0	0	0	0
Restricted	0	553	553	0
Investment in Affiliates	0	0	0	0
Total Investments	236	553	789	(236)
Current Assets:				
Cash and Cash Equivalents	474	36	510	0
Notes Receivable - Associated Companies	0	0	0	0
Accounts Receivable	2,660	0	2,660	0
Unbilled Revenues	0	0	0	0
Provision for Uncollectibles	0	0	0	0
Accounts Receivable - Associated Companies	0	0	0	0
Natural Gas in Storage, Average Cost	0	0	0	0
Materials and Supplies, Average Cost	332	0	332	0
Assets of Discontinued Businesses Held for				

Disposal	0	0	0	0
Accumulated Deferred Income Taxes	0	2	2	0
Derivatives - Energy Related Assets	0	0	0	0
Derivatives - Other	0	0	0	0
Prepaid Taxes	0	0	0	0
Other Prepayments and Current Assets	1,490	18	1,508	0
Total Current Assets	4,956	56	5,012	0
Regulatory and Other Noncurrent Assets:				
Regulatory Assets	0	0	0	0
Accumulated Deferred Income Taxes	767	0	767	0
Prepaid Pension	0	0	0	0
Derivatives - Energy Related Assets	0	0	0	0
Derivatives - Other	0	0	0	0
Unamortized Debt Discount and Expense	872	65	937	0
Contract Receivables	9,052	0	9,052	0
Other	3,251	239	3,490	0
Total Regulatory and Other Noncurrent Assets	13,942	304	14,246	0
Total Assets	$82,601	$3,019	$85,620	($236)

MARINA ENERGY LLC
CONSOLIDATING BALANCE SHEET
AS OF DECEMBER 31, 2004
(In Thousands)

	Marina Energy LLC	AC Landfill Energy LLC	Total	Eliminations & Adjustments
Capitalization and Liabilities				
Common Equity:				
Common Stock Marina No Par Value Authorized - 0 shares Outstanding - 0 shares	$0	$0	$0	$0
Common Stock - Subsidiaries	0	0	0	0
Premium on Common Stock	12,500	236	12,736	(236)[
Capital Stock Expense	0	0	0	0
Accumulated Other Comprehensive Loss	(897)	0	(897)	0
Retained Earnings	3,982	0	3,982	0

Total Common Equity	15,585	236	15,821	(236)
Minority Interest	0	227	227	0
Preferred Stock of Subsidiary	0	0	0	0
Long-Term Debt (less current maturities & sinking fund requirements)	45,000	1,906	46,906	0
Current Liabilities:				
Notes Payable - Banks	0	75	0	0
Notes Payable - Affiliate	0	0	0	0
Current Maturities of Long-Term Debt	0	0	75	0
Notes Payable - Associated Companies	9,377	0	9,377	0
Accounts Payable	1,673	573	2,246	0
Accounts Payable to Associated Companies	962	0	962	0
Customer Deposits	0	0	0	0
Accumulated Deferred Income Taxes	0	0	0	0
Taxes Accrued	65	(126)	(61)	0
Environmental Remediation Costs	0	0	0	0
Interest Accrued	199	0	199	0
Derivatives - Energy Related Liabilities	0	0	0	0
Derivatives - Other	0	0	0	0
Other Current Liabilities	79	0	79	0
Total Current Liabilities	12,355	522	12,877	0
Deferred Credits and Other Noncurrent Liabilities:				
Pension and Other Postretirement Benefits	0	0	0	0
Accumulated Deferred Income Taxes - Net	6,990	128	7,118	0
Investment Tax Credits	0	0	0	0
Environmental Remediation Costs	0	0	0	0
Derivatives - Energy Related Liabilities	0	0	0	0
Derivatives - Other	1,516	0	1,516	0
Regulatory Liabilities	0	0	0	0
Other	1,155	0	1,155	0
Total Def. Credits and Other Noncurrent Liabilities	9,661	128	9,789	0
Total Capitalization and Liabilities	$82,601	$3,019	$85,620	($236)

MARINA ENERGY LLC
CONSOLIDATING ELIMINATIONS AND ADJUSTMENTS
AS OF DECEMBER 31, 2004
(In Thousands)

[1]	Premium on Common Stock	$236	
	Investment in Subsidiary		$236

To eliminate Marina Energy LLC's investment in subsidiary which is maintained on the equity method of accounting.

ENERGY & MINERALS, INC.
CONSOLIDATING STATEMENT OF INCOME
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

	Energy & Minerals, Inc	South Jersey Fuel Company, Inc.	Total
Operating Revenues:			
Utility	$0	$0	$
Nonutility	0	0	
Total Operating Revenues	0	0	
Operating Expenses:			
Cost of Sales - Utility	0	0	
Cost of Sales - Nonutility	0	0	
Operations	48	0	4
Maintenance	0	0	
Depreciation	0	0	
Energy and Other Taxes	0	0	
Total Operating Expenses	48	0	4
Operating Loss	(48)	0	(4
Other Income and Expense:			
Dividends from Subsidiaries	0	0	
Equity in Undistributed Earnings of Subs	0	0	
Other	73	0	7
Total Other Income and Expense	73	0	7

Interest Charges	0	0	
Income Before Income Taxes	25	0	2
Income Taxes			
Current Federal and State Income Taxes	(17)	0	(1
Deferred Federal and State Income Taxes	26	0	2
Total Income Taxes	9	0	
Equity in Affiliated Companies	0	0	
Income from Continuing Operations	16	0	1
Equity in Undistributed Earnings of Discontinued Subsidiaries	(119)	0	(11
Discontinued Operations - Net	(561)	(119)	(68
Cumulative Effect of Accounting Change - Net	0	0	
Net Loss Applicable to Common Stock	($664)	($119)	($78

ENERGY & MINERALS, INC.
CONSOLIDATING STATEMENT OF RETAINED EARNINGS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

	Energy & Minerals, Inc.	South Jersey Fuel Company, Inc.	Total
Retained Earnings - Beginning	($14,302)	($1,811)	($16,11
Net Loss Applicable to Common Stock	(664)	(119)	(78
	(14,966)	(1,930)	(16,89
Dividends Declared - Common Stock	0	0	
Retained Earnings - Ending	($14,966)	($1,930)	($16,89

ENERGY & MINERALS, INC.
CONSOLIDATING ELIMINATIONS AND ADJUSTMENTS
STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2004
(In Thousands)

[A]	Equity in Undistributed Earnings of Subsidiary	$119	
	Investment in Subsidiary		$119
	To eliminate equity in undistributed earnings recorded by Energy & Minerals, Inc.		
[B]	Retained Earnings - 1/1/2004	1,811	
	Investment in Subsidiaries		1,811
	To eliminate retained earnings of subsidiary at 1/1/2004 previously recorded by Energy & Minerals, Inc. under the equity method of accounting.		

ENERGY & MINERALS, INC.
CONSOLIDATING BALANCE SHEET
AS OF DECEMBER 31, 2004
(In Thousands)

	Energy & Minerals, Inc.	South Jersey Fuel Company Inc.	Total	Elimina & Adjust
Assets				
Property, Plant and Equipment:				
Utility Plant, at original cost	$0	$0	$0	
Accumulated Depreciation and Amortization	0	0	0	
Nonutility Property and Equipment, at cost	859	0	859	
Accumulated Depreciation	(787)	0	(787)	
Property, Plant and Equipment - Net	72	0	72	
Investments:				
Investments in Subsidiaries	(872)	0	(872)	
Available-for-Sale Securities	0	0	0	
Restricted	0	0	0	

Investment in Affiliates	0	0	0	
Total Investments	(872)	0	(872)	
Current Assets:				
Cash and Cash Equivalents	26	10	36	
Notes Receivable - Associated Companies	3,320	0	3,320	
Notes Receivable - Affiliate	0	0	0	
Accounts Receivable	0	0	0	
Unbilled Revenues	0	0	0	
Provision for Uncollectibles	0	0	0	
Accounts Receivable - Associated Companies	8	0	8	
Natural Gas in Storage, Average Cost	0	0	0	
Materials and Supplies, Average Cost	0	0	0	
Assets of Discontinued Businesses Held for Disposal	0	402	402	
Accumulated Deferred Income Taxes	1	0	1	
Derivatives - Energy Related Assets	0	0	0	
Derivatives - Other	0	0	0	
Prepaid Taxes	0	0	0	
Other Prepayments and Current Assets	4	1	5	
Total Current Assets	3,359	413	3,772	
Regulatory and Other Noncurrent Assets:				
Regulatory Assets	0	0	0	
Accumulated Deferred Income Taxes	1,679	465	2,144	
Prepaid Pension	0	0	0	
Derivatives - Energy Related Assets	0	0	0	
Derivatives - Other	0	0	0	
Unamortized Debt Discount and Expense	0	0	0	
Contract Receivables	0	0	0	
Other	13	0	13	
Total Regulatory and Other Noncurrent Assets	1,692	465	2,157	
Total Assets	$4,251	$878	$5,129	$

ENERGY & MINERALS, INC.
CONSOLIDATING BALANCE SHEET
AS OF DECEMBER 31, 2004
(In Thousands)

	Energy & Minerals, Inc.	South Jersey Fuel Company Inc.	Total	Elimin & Adjus

Capitalization and Liabilities				
Common Equity:				
Common Stock EMI No Par Value Authorized - 500,000 shares Outstanding - 98,341 share	$13,283	$0	$13,283	
Common Stock - Subsidiaries	0	0	0	
Premium on Common Stock	1,584	1,058	2,642	(1,
Capital Stock Expense	0	0	0	
Accumulated Other Comprehensive (Loss) Income	0	0	0	
Retained Earnings	(14,966)	(1,930)	(16,896)	1,
Total Common Equity	(99)	(872)	(971)	
Minority Interest				
Preferred Stock of Subsidiary	0	0	0	
Long-Term Debt (less current maturities & sinking fund requirements)	0	0	0	
Current Liabilities:				
Notes Payable - Banks	0	0	0	
Notes Payable - Affiliate	0	0	0	
Current Maturities of Long-Term Debt	0	0	0	
Notes Payable - Associated Companies	0	511	511	
Accounts Payable	3	27	30	
Accounts Payable to Associated Companies	24	2	26	
Customer Deposits	0	0	0	
Accumulated Deferred Income Taxes	(6)	0	(6)	
Taxes Accrued	164	(40)	124	
Environmental Remediation Costs	39	238	277	
Interest Accrued	0	0	0	
Derivatives - Energy Related Liabilities	0	0	0	
Derivatives - Other	0	0	0	
Other Current Liabilities	6	17	23	
Total Current Liabilities	230	755	985	
Deferred Credits and Other Noncurrent Liabilities:				
Pension and Other Postretirement Benefits	0	0	0	
Accumulated Deferred Income Taxes - Net	395	49	444	
Investment Tax Credits	0	0	0	
Environmental Remediation Costs	2,708	946	3,654	
Derivatives - Energy Related Liabilities	0	0	0	
Derivatives - Other	0	0	0	
Regulatory Liabilities	0	0	0	
Other	1,017	0	1,017	
Total Def. Credits and Other Noncurrent Liabilities	4,120	995	5,115	

Total Capitalization and Liabilities	$4,251	$878	$5,129	$

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ENERGY & MINERALS, INC.
CONSOLIDATING ELIMINATIONS AND ADJUSTMENTS
AS OF DECEMBER 31, 2004
(In Thousands)

[1]	Premium on Common Stock	$1,058	
	Investment in Subsidiary	872	
	Retained Earnings		$1,930

To eliminate Energy & Minerals, Inc. investment in subsidiary which is maintained on the equity method of accounting.

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Notes to Consolidated Financial Statements

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

CONSOLIDATION -- The consolidated financial statements include the accounts of South Jersey Industries, Inc. (SJI), its wholly owned subsidiaries and a subsidiary in which we have a controlling interest. We eliminated all significant intercompany accounts and transactions.

RESTATEMENT -- Subsequent to the issuance of the consolidated financial statements for the year December 31, 2003, SJI determined that its prepaid pension asset of $19,690,000 classified as a current asset should have been classified as a noncurrent asset. As a result, the December 31, 2003 consolidated balance sheet was restated to reclassify the $19,690,000 from current assets to noncurrent assets. This restatement had no impact on total assets, common equity, the statements of consolidated income, or the statements of consolidated cash flows.

EQUITY INVESTMENTS -- We classify equity investments purchased as long-term investments as Available-for-Sale Securities on our consolidated balance sheets and carry them at their fair value with any unrealized gains or losses included in Accumulated Other Comprehensive Income. SJI, either directly or through its wholly owned subsidiaries, currently holds a 50% non-controlling interest in two affiliated companies and accounts for the investments under the equity method. We include the operations of these affiliated companies on a pre-tax basis in the statements of consolidated income under Equity in Affiliated Companies (See Note 3).

ESTIMATES AND ASSUMPTIONS -- We prepare our financial statements to conform with generally accepted accounting principles. Management makes estimates and assumptions that affect the amounts reported in the financial statements and related disclosures. Therefore, actual results could differ from those estimates. Significant estimates include amounts related to regulatory accounting, energy derivatives, environmental remediation costs, pension and other postretirement benefit costs, and revenue recognition.

REGULATION -- South Jersey Gas Company (SJG) is subject to the rules and regulations of the New Jersey Board of Public Utilities (BPU). We maintain our

accounts according to the BPU's prescribed Uniform System of Accounts (See Note 9). SJG follows the accounting for regulated enterprises prescribed by the Financial Accounting Standards Board (FASB) Statement No. 71, "Accounting for the Effects of Certain Types of Regulation." In general, Statement No. 71 allows deferral of certain costs and creation of certain obligations when it is probable that these items will be recovered from or refunded to customers in future periods.

REVENUES -- Gas and electric revenues are recognized in the period the commodity is delivered and customers are billed monthly. For SJG and SJE retail customers not billed at the end of each month, we record an estimate to recognize unbilled revenues for gas and electricity delivered from the date of the last meter reading to the end of the month.

We defer and recognize revenues related to South Jersey Energy Service Plus, LLC (SJESP) appliance service contracts seasonally over the full 12-month term of the contract.

Marina Energy LLC (Marina) recognizes revenue on a monthly basis as services are provided and for on-site energy production that is delivered to its customers.

The BPU allows SJG to recover gas costs through the Basic Gas Supply Service (BGSS) clause. We collect these costs on a forecasted basis upon BPU order. SJG defers over/under-recoveries of gas costs and includes them in the following year's BGSS or other similar recovery mechanism. We pay interest on overcollected BGSS balances at the rate of return on rate base utilized by the BPU to set rates in its last base rate proceeding (See Note 9).

SJG's tariff also includes a Temperature Adjustment Clause (TAC), a Remediation Adjustment Clause (RAC), a New Jersey Clean Energy Program (NJCEP) and a Universal Service Fund (USF) program. Our TAC reduces the impact of temperature fluctuations on SJG and its customers. The RAC recovers environmental remediation costs of former gas manufacturing plants and the NJCEP recovers costs associated with our energy efficiency and renewable energy programs. The USF is a statewide customer assistance program that utilizes utilities as a collection agent. TAC adjustments affect revenue, income and cash flows since colder-than-normal weather can generate credits to customers, while warmer-than-normal weather can result in additional billings. RAC adjustments do not directly affect earnings because we defer and recover related costs through rates over 7-year amortization periods (See Notes 9 & 13). NJCEP and USF adjustments are also deferred and do not affect earnings, as related costs and customer credits are recovered through rates on an ongoing basis (See Note 9).

ACCOUNTS RECEIVABLE AND PROVISION FOR UNCOLLECTIBLE ACCOUNTS -- Accounts receivable are carried at the amount owed by customers. A provision for uncollectible accounts was established based on our collection experience and an assessment of the collectibility of specific accounts.

PROPERTY, PLANT AND EQUIPMENT -- For regulatory purposes, utility plant is stated at original cost, which may be different than SJG's cost if the assets were acquired from another regulated entity. Nonutility plant is stated at cost. The cost of adding, replacing and renewing property is charged to the appropriate plant account.

DEPRECIATION -- We depreciate utility plant on a straight-line basis over the estimated remaining lives of the various property classes. These estimates are periodically reviewed and adjusted as required after BPU approval. The composite annual rate for all depreciable utility property was approximately 2.9% in both 2003 and 2002. As a result of SJG's recent rate case settlement, its composite depreciation rate was reduced from 2.9 to 2.4% effective July 8, 2004 (See Note

9). Except for extraordinary retirements, accumulated depreciation is charged with the cost of depreciable utility property retired less salvage (See Asset Retirement Costs). Nonutility property depreciation is computed on a straight-line basis over the estimated useful lives of the property, ranging up to 50 years. Gain or loss on the disposition of nonutility property is recognized in net income.

CAPITALIZED INTEREST -- SJG capitalizes interest on construction at the rate of return on rate base utilized by the BPU to set rates in its last base rate

proceeding (See Note 9). SJG capitalized interest of $0.7 million in 2004, $0.6 million in 2003 and $0.4 million in 2002. Marina also capitalized interest during the construction of its thermal energy facility based on the actual cost of borrowed funds. Marina capitalized interest of $1.8 million in 2003 and $1.6 million in 2002. Marina did not capitalize any interest during 2004. SJG's amounts are included in Utility Plant and Marina's amounts are included in Nonutility Property and Equipment on the consolidated balance sheets. All capitalized interest is reflected on the statements of consolidated income as a reduction of Interest Charges.

IMPAIRMENT OF LONG-LIVED ASSETS -- We review the carrying amount of an asset for possible impairment whenever events or changes in circumstances indicate that such amount may not be recoverable. For the years ended 2004, 2003 and 2002, we did not identify any significant impairments.

ENERGY TRADING ACTIVITIES AND DERIVATIVE INSTRUMENTS -- Certain SJI subsidiaries are involved in buying, selling, transporting and storing natural gas and buying and selling of retail electricity for their own accounts as well as managing these activities for others. These subsidiaries are subject to market risk due to price fluctuations. To manage this risk, our companies enter into a variety of physical and financial transactions including forward contracts, swap agreements, option contracts and futures contracts.

SJI structured its subsidiaries so that SJG and SJE transact commodities on a physical basis and typically do not directly enter into positions that financially settle. SJRG performs this risk management function for these entities and enters into the types of financial transactions noted above. As part of its gas purchasing strategy, SJG occasionally uses financial contracts to hedge against forward price risk. The costs of these short-term contracts are recoverable through SJG's BGSS, subject to BPU approval. As of December 31, 2004 and 2003, SJG had $0.5 million and $(1.8) million of cost (cost reductions), respectively, included in its BGSS related to these short-term contracts (See Regulatory Assets & Regulatory Liabilities). Management takes an active role in the risk management process and has developed policies and procedures that require specific administrative and business functions to assist in identifying, assessing and controlling various risks. Management reviews any open positions in accordance with strict policies to limit exposure to market risk.

SJI accounts for derivative instruments in accordance with FASB Statement No. 133, "Accounting for Derivative Instruments and Hedging Activities," as amended. We record all derivatives, whether designated in hedging relationships or not, on the consolidated balance sheets at fair value unless the derivative contracts qualify for the normal purchase and sale exemption. If the derivative is designated as a fair value hedge, we recognize the changes in the fair value of the derivative and of the hedged item attributable to the hedged risk in earnings. We currently have no fair value hedges. If the derivative is designated as a cash flow hedge, we record the effective portion of the hedge in Accumulated Other Comprehensive Income and recognize it in the income statement

when the hedged item affects earnings. We recognize ineffective portions of the cash flow hedges immediately in earnings. For the years ended December 31, 2004, 2003 and 2002, the ineffective portions of the derivatives designated as cash flow hedges were not material. We formally document all relationships between hedging instruments and hedged items, as well as our risk management objectives, strategies for undertaking various hedge transactions and our methods for assessing and testing correlation and hedge ineffectiveness. All hedging instruments are linked to the hedged asset, liability, firm commitment or forecasted transaction. We also assess whether these derivatives are highly effective in offsetting changes in cash flows or fair values of the hedged items. We discontinue hedge accounting prospectively if we decide to discontinue the hedging relationship; determine that the anticipated transaction is no longer likely to occur; or if we determine that a derivative is no longer highly effective as a hedge. In the event that hedge accounting is discontinued, we will continue to carry the derivative on the balance sheet at its current fair value and recognize subsequent changes in fair value in current period earnings. Unrealized gains and losses on the discontinued hedges that were previously included in Accumulated Other Comprehensive Income will be reclassified into earnings. During 2004, $0.7 million of unrealized gain on derivatives previously designated as cash flow hedges was reclassified into Operating Revenues - Nonutility because we determined that the anticipated hedged transaction was no longer likely to occur. As permitted under Statement No. 133, SJI has elected to designate certain energy-related derivative instruments as cash flow hedges which protect against the price variability of our forecasted sales and purchases of natural gas. Based on the amount recorded in Accumulated Other Comprehensive Income at December 31, 2004, we expect $6.4 million to be recorded as an increase in revenues in 2005. As of December 31, 2004, hedges for future forecasted transactions exist into 2006.

SJRG manages its portfolio of purchases and sales, as well as natural gas in storage, using a variety of instruments that include forward contracts, swap agreements, option contracts and futures contracts. SJI measures the fair value of the contracts and records these as Derivatives -- Energy Related Assets or Derivatives -- Energy Related Liabilities on our consolidated balance sheets. For those derivatives not designated as hedges, we recorded the net unrealized pre-tax (loss) gain of $(1.0) million, $2.3 million and $(0.5) million in earnings during the years ended December 31, 2004, 2003 and 2002, respectively, which are included with realized gains and losses in Operating Revenues -- Nonutility.

SJI presents revenues and expenses related to its trading derivatives on a net basis in Operating Revenues -- Nonutility in our consolidated statements of income consistent with Emerging Issues Task Force (EITF) Issue No. 02-03, "Issues Involved in Accounting for Derivative Contracts Held for Trading Purposes and Contracts Involved in Energy Trading and Risk Management Activities." There is no effect on operating income or net income from the above presentation.

On October 25, 2002, the EITF reached a consensus on Issue No. 02-03 that rescinded EITF Issue No. 98-10, "Accounting for Contracts Involved in Energy Trading and Risk Management Activities", and changed the accounting for certain energy contracts effective for transactions entered into after that date, with a

cumulative effect adjustment for previously existing transactions to be recognized in the quarter beginning January 1, 2003. As a result of EITF Issue No. 02-03, SJI only marks-to-market those energy-related contracts that meet the definition of a derivative in Statement No. 133. Energy-related contracts that do not meet the definition of a derivative are accounted for using the accrual basis of accounting. The effect of this change in accounting resulted in the net

charge of $426,338 shown as a Cumulative Effect of a Change in Accounting Principle -- Net in 2003.

In November 2001, we entered into two interest rate swap contracts. The first swap effectively provides us with a fixed interest rate of 4.08% on Marina's tax-exempt Series A variable rate bonds for a 10-year period. The second swap effectively fixed the interest rate of Marina's taxable Series B variable rate bonds at 4.55% for a 6-year period. The notional amount of this second swap decreases by $3.0 million per year beginning in December 2005.

In January 2002, Marina issued an additional $10.0 million of taxable Series B variable rate bonds through the New Jersey Economic Development Authority. In April 2002, we entered into an interest rate swap contract that effectively fixed the interest rate on these bonds at 4.62% for a 4-year period. The notional amount of this swap decreased to $8.0 million in December 2003, then decreased to $3.9 million in December 2004, and terminates in December 2005.

In November 2004, we entered into two additional interest rate swap contracts against Marina's taxable Series B variable rate bonds for a 10-year period. The swaps effectively provide us with a fixed interest rate of 4.80% on $3.9 million and 4.78% on $8.0 million of the bonds, respectively.

Also in November 2004, we entered into a derivative transaction known as a "Treasury Lock" to hedge against the impact of possible interest rate increases on a $10.0 million, 30-year debt issuance by SJG planned for July 2005.

We entered into interest rate swap agreements to hedge the exposure to increasing rates with respect to our variable rate debt. The differential to be

paid or received as a result of these swap agreements is accrued as interest rates change and is recognized as an adjustment to interest expense. We account for these interest rate swaps as cash flow hedges. At inception, and as of December 31, 2004 and 2003, the market value of these swaps was $(1.9) million and $(1.8) million, respectively, which represents the amount we would have to pay the counterparty to terminate these contracts as of those dates. We include these balances on the consolidated balance sheets under Derivatives -- Other. As of December 31, 2004 and 2003, we calculated the swaps to be highly effective; therefore, we record the changes in fair value of the swaps, net of taxes, in Accumulated Other Comprehensive Income.

We determined the fair value of derivative instruments by reference to quoted market prices of listed contracts, published quotations or quotations from independent parties.

STOCK COMPENSATION -- Prior to 2003, SJI valued stock options to employees using the intrinsic value method. Effective in 2003, SJI adopted the policy of accounting for this compensation using the fair value based method on a prospective basis. At this time, SJI has no stock options outstanding.

ASSET RETIREMENT COSTS -- In January 2003, SJI adopted FASB Statement No. 143, "Accounting for Asset Retirement Obligations," which establishes accounting and reporting standards for legal obligations associated with the retirement of tangible long-lived assets and the associated asset retirement costs. SJG has certain easements and right-of-way agreements that qualify as legal obligations under Statement No. 143. However, it is our intent to maintain these agreements in perpetuity; therefore, no change in SJG's current accounting practices is required related to these agreements.

SJG recovers certain asset retirement costs through rates charged to customers. As of December 31, 2004 and 2003, SJG had accrued amounts in excess of actual

removal costs incurred totaling $47.3 million and $45.2 million, respectively, which in accordance with Statement No. 143, we recorded as Regulatory Liabilities on the consolidated balance sheets. The adoption of this statement did not materially affect SJI's financial condition or results of operations.

NEW ACCOUNTING PRONOUNCEMENTS -- In December 2002, the FASB issued Statement No. 148, "Accounting for Stock-Based Compensation -- Transition and Disclosure," which was effective for SJI's 2002 annual financial statements. Effective in 2003, SJI adopted the policy of accounting for this compensation using the fair value based method on a prospective basis. This method calls for expensing the estimated fair value of a stock option. The provisions of this statement currently have no impact on SJI's financial statements. In addition, the FASB issued a revision to Statement No. 123, "Accounting for Stock-Based Compensation" in December 2004. This statement establishes standards for the accounting for transactions in which an entity exchanges its equity instruments for goods or services. While this statement is not effective until reporting periods beginning after June 15, 2005, SJI has completed its assessment of Statement No. 123, as revised, and has determined that it does not have any impact on our accounting for share-based payments.

In December 2003, the FASB revised Interpretation No. 46, "Consolidation of Variable Interest Entities" (FIN 46R), which clarifies the application of Accounting Research Bulletin No. 51, "Consolidated Financial Statements." This interpretation provides guidance on the identification and consolidation of variable interest entities (VIEs), whereby consolidation is achieved through means other than through control. SJI has completed its assessment of FIN 46R and has determined that it does not have any VIEs.

Also in December 2003, the FASB revised Statement No. 132, "Employers' Disclosure about Pensions and Other Postretirement Benefits." This statement revises employers' disclosures about pension and other post-retirement benefit plans, including new interim reporting requirements. SJI has complied with new disclosure requirements (See Note 10).

In November 2004, the FASB issued Statement No. 151, "Inventory Costs." This statement requires that abnormal amounts of idle facility expense, freight, handling costs and spoilage be charged to income as a current period expense rather than capitalized as inventory costs. The effective date of this statement is January 1, 2006; however, we do not expect it to impact SJI based on its current lines of business.

In December 2004, the FASB issued Statement No. 153, "Exchanges of Nonmonetary Assets, an amendment to APB Opinion No. 29, Accounting for Nonmonetary Transactions." This statement redefines the types of nonmonetary exchanges that require fair value measurement. Statement No. 153 is effective for nonmonetary transactions entered into on and after July 1, 2005. SJI is currently evaluating the effect of this standard, but we do not anticipate the adoption of this statement will materially affect SJI's consolidated financial statements.

INCOME TAXES -- Deferred income taxes are provided for all significant temporary differences between book and taxable basis of assets and liabilities (See Notes 5 & 6).

REGULATORY ASSETS & REGULATORY LIABILITIES -- Regulatory Assets at December 31, 2004 and 2003 consisted of the following items:

	Years Remaining as of Dec. 31, 2004	Thousands of Dollars 2004	2003

Environmental Remediation Costs:			
(Notes 9 & 13)			
Expended -- Net	Various	$ 5,281	$ 4,147
Liability for Future Expenditures	--	51,046	50,983
Income Taxes -- Flowthrough			
Depreciation (Note 6)	7	6,641	7,619
Postretirement Benefit Costs (Note 10)	8	3,024	3,402
Gross Receipts and Franchise Taxes (Note 6)	2	924	1,367
Societal Benefit Charges (Note 9)	Various	4,562	7,529
Other	--	1,157	733
Total Regulatory Assets		$ 72,635	$ 75,780

Each item separately identified above is being recovered through utility rate charges. SJG is currently permitted to recover interest on its Environmental Remediation and Societal Benefit costs while the other assets are being recovered without a return on investment over the period indicated (See Note 9). Most of the assets reflected within the above caption "Other" are currently being recovered from ratepayers as approved by the BPU (See Note 9). Management believes that all deferred costs are probable of recovery from ratepayers through future utility rates.

Regulatory Liabilities at December 31, 2004 and 2003 consisted of the following items:

	Thousands of Dollars	
	2004	2003
Deferred Gas Revenues -- Net	$ 12,334	$ 90
Excess Plant Removal Costs	47,345	45,241
Overcollected State Taxes	3,871	4,353
Other	286	286
Total Regulatory Liabilities	$ 63,836	$ 49,970

Deferred Gas Revenues - Net represent SJG's net overcollected gas costs and are monitored through SJG's BGSS mechanism. As of December 31, 2003, SJG carried an offsetting underrecovery of gas costs in the amount of $16.1 million representing the remaining balance of a $38.9 million underrecovery originating in 2001. We collected this 2001 underrecovery from customers over three years. We collected the remaining balance during 2004 (See previous discussion of Revenues and Note 9).

Derivatives used to hedge SJG's natural gas purchases are recoverable through its BGSS, subject to BPU approval. We record the offset to the change in fair value of these contracts as a Regulatory Asset or Regulatory Liability accordingly.

Excess Plant Removal Costs represent amounts accrued in excess of actual utility plant removal costs incurred to date (See Asset Retirement Costs). All other amounts are subject to being returned to ratepayers in future rate proceedings.

STATEMENTS OF CONSOLIDATED CASH FLOWS -- For purposes of reporting cash flows, highly liquid investments with original maturities of three months or less are considered cash equivalents.

RECLASSIFICATIONS -- SJI reclassified some previously reported amounts to conform with current year classifications. Such reclassifications include the move of $8.4 million and $6.8 million of certain operating expenses previously included in Utility Revenue to Cost of Sales - Utility and Operations Expense for 2003 and 2002, respectively. These amounts are considered immaterial to the overall presentation of SJI's consolidated financial statements.

2. PREFERRED STOCK:

REDEEMABLE CUMULATIVE PREFERRED STOCK -- Annually, SJG is required to offer to purchase 1,500 shares of its Cumulative Preferred Stock, Series B at par value,

plus accrued dividends. SJG may not declare or pay dividends or make distributions on its common stock if preferred stock dividends are in arrears. Preferred shareholders may elect a majority of SJG's directors if four or more quarterly dividends are in arrears.

SJI has 2,500,000 authorized shares of Preference Stock, no par value, which has not been issued. SJI has authorized, registered and reserved for issuance 15,000 shares of Series A Junior Participating Cumulative Preferred Stock (Series A Preferred Stock) connected with its Shareholder Rights Plan (See Note 4).

3. DIVESTITURES AND AFFILIATIONS:

DIVESTITURES -- In 1996, Energy & Minerals, Inc. (EMI), an SJI subsidiary, sold the common stock of The Morie Company, Inc. (Morie), its sand mining and processing subsidiary (See Note 13).

SJI conducts tests annually to estimate the environmental remediation costs for properties owned by South Jersey Fuel, Inc. (SJF), an EMI subsidiary, from its previously operated fuel oil business. SJI reports the environmental remediation activity related to these properties as discontinued operations.

Summarized operating results of the discontinued operations were:

	Thousands of Dollars		
	2004	2003	
Loss before Income Taxes:			
Sand Mining	$ (863)	$ (705)	$
Fuel Oil	(183)	(495)	
Other	--	(32)	
Income Tax Credits	366	458	
Loss from Discontinued Operations -- Net	$ (680)	$ (774)	$
Earnings Per Common Share from Discontinued Operations -- Net:			
Basic	$ (0.05)	$ (0.06)	$
Diluted	$ (0.05)	$ (0.06)	$

Losses from sand mining are mainly comprised of environmental remediation and product liability litigation associated with Morie's prior activities. Losses from fuel oil in 2003 are mainly attributable to a property sale. The caption "Other" represents construction and merchandising activities that were discontinued in 1997 and 2001, respectively.

AFFILIATIONS -- SJI and Conectiv Solutions, LLC formed Millennium Account Services, LLC to provide meter reading services in southern New Jersey.

SJE and GZA GeoEnvironmental, Inc. formed AirLogics, LLC to market a jointly developed air monitoring system designed to assist companies involved in environmental cleanup activities.

In April 2004, Marina and DCO Energy, LLC formed AC Landfill Energy, LLC (ACLE) to develop and install a 1,400-kilowatt methane-to-electric power generation system at a county-owned landfill in Egg Harbor Township, NJ. Marina owns a 51% interest in ACLE and consolidates ACLE's balance sheet and results of operation accordingly, as applicable. Commercial operation of the plant is targeted for early 2005.

4. COMMON STOCK:

SJI has 20,000,000 shares of authorized Common Stock. The following shares were issued and outstanding:

	2004	2003	
Beginning of Year	13,229,001	12,206,474	11,
New Issues During Year:			
Dividend Reinvestment Plan	616,301	986,731	
Employees' Stock Ownership Plan	--	1,511	
Stock Option, Stock Appreciation Rights and Restricted Stock Award Plan	32,056	32,005	
Directors' Restricted Stock	2,610	2,280	
End of Year	13,879,968	13,229,001	12,

We credited the par value ($1.25 per share) of stock issued in 2004, 2003 and 2002 to Common Stock. We credited the net excess over par value of approximately $25.9 million, $35.9 million and $10.5 million, respectively, to Premium on Common Stock.

EARNINGS PER COMMON SHARE -- We present basic EPS based on the weighted-average number of common shares outstanding. EPS is presented in accordance with FASB Statement No. 128, "Earnings Per Share," which establishes standards for computing and presenting basic and diluted EPS. The incremental shares required for inclusion in the denominator for the diluted EPS calculation were 106,762, 99,649 and 77,866 shares for the years ended December 31, 2004, 2003 and 2002, respectively. These shares relate to SJI's restricted stock as discussed below.

STOCK OPTION, STOCK APPRECIATION RIGHTS AND RESTRICTED STOCK AWARD PLAN -- Under

this plan, no more than 306,000 shares in the aggregate may be issued to SJI's officers and other key employees. No options or stock appreciation rights may be granted under the plan after November 22, 2006. No options were granted or outstanding during the three years ended December 31, 2004, 2003 and 2002. No stock appreciation rights have been issued under the plan. In 2004, 2003 and 2002, we granted 21,899, 30,810 and 26,034 restricted shares, respectively. These restricted shares vest over a 3-year period and are subject to SJI achieving certain performance targets. The annual expense associated with these

awards was approximately $2.1 million, $1.0 million and $0.6 million in 2004, 2003 and 2002, respectively.

DIVIDEND REINVESTMENT PLAN (DRP) AND EMPLOYEES' STOCK OWNERSHIP PLAN (ESOP) -- Newly issued shares of common stock offered through the DRP are issued directly by SJI. All shares previously offered through the ESOP, which was terminated as of October 1, 2003, were also issued directly by SJI. As of December 31, 2004, SJI reserved 1,062,675 shares of authorized, but unissued, common stock for future issuance to the DRP.

DIRECTORS' RESTRICTED STOCK PLAN -- Under this plan, SJI grants annual awards to outside directors which vest over three years. SJI holds shares issued as restricted stock until the attached restrictions lapse. We record the stock's market value on the grant date as compensation expense over the applicable vesting period. The annual expense associated with this plan was $82,826, $80,255 and $67,242 in 2004, 2003 and 2002, respectively.

SHAREHOLDER RIGHTS PLAN -- In 1996, the board of directors adopted a shareholder rights plan providing for the distribution of one right for each share of common stock outstanding on and after October 11, 1996. Each right entitles its holder to purchase 1/1000 of one share of Series A Preferred Stock at an exercise price of $90 (See Note 2). The rights will not be exercisable until after a person or group acquires 10% or more of SJI's common stock and will expire if not exercised or redeemed by September 20, 2006.

5. INCOME TAXES:

SJI files a consolidated federal income tax return. State income tax returns are filed on a separate company basis in states where SJI has operations and/or a requirement to file.

Total income taxes applicable to operations differ from the tax that would have resulted by applying the statutory Federal Income Tax rate to pre-tax income for the following reasons:

	Thousands of Dollars		
	2004	2003	2
Tax at Statutory Rate	$ 25,218	$ 20,352	$
Increase (Decrease) Resulting from:			
State Income Taxes	4,383	3,659	
ESOP	(766)	(723)	
Amortization of Investment Tax Credit (Note 6)	(342)	(347)	
Amortization of Flowthrough Depreciation (Note 6)	664	664	
Other -- Net	(78)	(9)	

Income Taxes:			
Continuing Operations	29,079	23,596	
Discontinued Operations	(366)	(458)	
Cumulative Effect of a Change in Accounting Principle	--	(294)	
Net Income Taxes	$ 28,713	$ 22,844	$

The provision for Income Taxes is comprised of the following:

	Thousands of Dollars		
	2004	2003	2
Current:			
Federal	$ 8,270	$ 12,402	$
State	5,879	6,919	
Total Current	14,149	19,321	
Deferred:			
Federal:			
Excess of Tax Depreciation Over Book Depreciation -- Net	16,102	12,339	
Deferred Fuel Costs -- Net	(3,548)	(10,446)	
Environmental Costs -- Net	826	(162)	
Alternative Minimum Tax	--	2,181	
Prepaid Pension	3,038	1,647	
Deferred Regulatory Costs	(883)	750	
Other -- Net	(1,188)	(397)	
State	925	(1,290)	
Total Deferred	15,272	4,275	
Investment Tax Credit	(342)	(347)	
Income Taxes:			
Continuing Operations	29,079	23,596	
Discontinued Operations	(366)	(458)	
Cumulative Effect of a Change in Accounting Principle	--	(294)	
Net Income Taxes	$ 28,713	$ 22,844	$

The net tax effect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and income tax purposes resulted in the following deferred tax liabilities at December 31:

	Thousands of Dollars	
	2004	2003

Current:		
Deferred Fuel Costs -- Net	$ 2,774	$ 7,235
Derivatives / Unrealized Gain	4,518	4,868
Other	(210)	(566)
Current Deferred Tax Liability -- Net	$ 7,082	$ 11,537

Noncurrent:		
Book versus Tax Basis of Property	$ 130,788	$ 116,504
Prepaid Pension	12,842	7,616
Environmental	1,709	694
Deferred Regulatory Costs	3,242	4,687
Deferred State Tax	(2,706)	(2,358)
Investment Tax Credit Basis Gross-Up	(1,612)	(1,891)
Other	(1,195)	(3,330)
Noncurrent Deferred Tax Liability -- Net	$ 143,068	$ 121,922

6. FEDERAL AND OTHER REGULATORY TAX ASSETS AND DEFERRED CREDITS:

The primary asset created by adopting FASB Statement No. 109, "Accounting for Income Taxes," was Income Taxes - Flowthrough Depreciation in the amount of $17.6 million as of January 1, 1993. This amount represented excess tax depreciation over book depreciation on utility plant because of temporary differences for which, prior to Statement No. 109, deferred taxes previously were not provided. SJG previously passed these tax benefits through to ratepayers. SJG is recovering the amortization of the regulatory asset through rates over 18 years which began in December 1994 (See Note 1).

The Investment Tax Credit attributable to SJG was deferred and continues to be amortized at the annual rate of 3%, which approximates the life of related assets (See Note 5).

SJG deferred $11.8 million resulting from a change in the basis for accruing the Gross Receipts & Franchise Tax in 1978 and is amortizing it to operations over 30 years beginning that same year. We accelerated this amortization slightly as a result of a subsequent rate making proceeding (See Note 1 - Regulatory Assets).

7. FINANCIAL INSTRUMENTS:

RESTRICTED INVESTMENTS -- In accordance with the terms of ACLE's loan agreements, we were required to escrow unused proceeds pending approved construction expenditures. As of December 31, 2004, the escrowed proceeds totaled $553,000.

SJRG maintains a margin account with a national investment firm to support its risk management activities. As of December 31, 2004 and 2003, the balance of this account was $13.0 million and $4.0 million, respectively, due to changes in the market value of outstanding contracts.

LONG-TERM DEBT -- We estimate the fair values of SJI's long-term debt, including current maturities, as of December 31, 2004 and 2003, to be $350.2 million and $338.6 million, respectively. Carrying amounts are $334.3 million and $314.1 million, respectively. We base the estimates on interest rates available to SJI at the end of each year for debt with similar terms and maturities. SJI retires debt when it is cost effective as permitted by the debt agreements.

OTHER FINANCIAL INSTRUMENTS -- The carrying amounts of SJI's other financial instruments approximate their fair values at December 31, 2004 and 2003.

8. SEGMENTS OF BUSINESS:

Information about SJI's operations in different industry segments is presented below:

	Thousands of Dollars		
	2004	2003	200
Operating Revenues:			
Gas Utility Operations	$ 502,465	$ 526,846	$
Wholesale Gas Operations	18,059	10,560	
Retail Gas and Other Operations	213,786	175,512	
Retail Electric Operations	72,852	14,868	
On-Site Energy Production	20,866	12,736	
Appliance Service Operations	12,733	9,596	
Subtotal	840,761	750,118	
Intersegment Sales	(21,685)	(44,922)	
Total Operating Revenues	$ 819,076	$ 705,196	$
Operating Income:			
Gas Utility Operations	$ 70,455	$ 64,200	$
Wholesale Gas Operations	5,400	4,998	
Retail Gas and Other Operations	7,366	5,447	
Retail Electric Operations	1,612	153	
On-Site Energy Production	5,756	3,122	
Appliance Service Operations	1,780	1,220	
General Corporate	(1,630)	(1,297)	
Total Operating Income	$ 90,739	$ 77,843	$
Depreciation and Amortization:			
Gas Utility Operations	$ 25,831	$ 26,627	$
Wholesale Gas Operations	15	13	
Retail Gas and Other Operations	113	106	
Retail Electric Operations	--	--	
On-Site Energy Production	1,680	866	
Appliance Service Operations	81	--	
Discontinued Operations	--	28	
Total Depreciation and Amortization	$ 27,720	$ 27,640	$

Property Additions:			
Gas Utility Operations	$ 68,656	$ 53,238	$
Wholesale Gas Operations	15	6	
Retail Gas and Other Operations	90	245	

Retail Electric Operations	--	--	
On-Site Energy Production	5,314	8,137	
Appliance Service Operations	97	--	
Total Property Additions	$ 74,172	$ 61,626	$
Identifiable Assets:			
Gas Utility Operations	$ 1,007,587	$ 937,732	
Wholesale Gas Operations	103,689	70,156	
Retail Gas and Other Operations	53,880	51,405	
Retail Electric Operations	12,580	8,801	
On-Site Energy Production	84,616	72,896	
Appliance Service Operations	11,640	6,830	
Discontinued Operations	413	2,358	
Subtotal	1,274,405	1,150,178	
Corporate Assets	46,674	36,755	
Intersegment Assets	(77,745)	(60,730)	
Total Identifiable Assets	$ 1,243,334	$ 1,126,203	

Gas Utility Operations consist primarily of natural gas distribution to residential, commercial and industrial customers. Wholesale Gas Operations include SJRG's activities. Retail Gas and Other Operations include natural gas acquisition and transportation service companies. Retail Electric Operations consist of electricity acquisition and transportation to retail, commercial and industrial customers. On-Site Energy Production consists of Marina's thermal energy facility and other energy-related projects. Appliance Service Operations include the servicing of appliances via the sale of appliance service programs as well as on a time and materials basis and the installation of residential and small commercial HVAC systems.

SJI's interest expense relates primarily to SJG's and Marina's borrowing and financing activities. Interest income is essentially derived from borrowings between the subsidiaries and is eliminated during consolidation.

9. REGULATORY ACTIONS:

BASE RATES -- In January 1997, the BPU granted SJG rate relief, which was predicated in part upon a 9.62% rate of return on rate base that included an 11.25% return on common equity. This rate relief provided for cost-of-service recovery, including deferred costs, through base rates. Additionally, SJG's threshold for sharing pre-tax margins generated by interruptible and off-system sales and transportation increased. As a result of this case, SJG kept 100% of pre-tax margins up to the threshold level of $7.8 million. The next $750,000 was credited to customers through the Basic Gas Supply Service (BGSS) clause. Thereafter, SJG kept 20% of the pre-tax margins as it had historically.

On July 7, 2004, the BPU granted SJG a base rate increase of $20.0 million, which was predicated in part upon a 7.97% rate of return on rate base that included a 10.0% return on common equity. The increase, effective July 8, 2004, was designed to provide an incremental $8.5 million on an annualized basis to net income. SJG was also permitted to recover regulatory assets contained in its petition to reduce its composite depreciation rate from 2.9 to 2.4%.

Included in the base rate increase was a change to the sharing of pre-tax margins on interruptible and off-system sales and transportation. SJG now

recovers through its base rates the $7.8 million that it had previously recovered through the sharing of pre-tax margins. As a result, the sharing of pre-tax margins now begins from dollar one, with SJG retaining 20%. Moreover, SJG now shares pre-tax margins from on-system capacity release sales, in addition to the interruptible and off-system sales and transportation. Effective July 1, 2006, the 20% retained by SJG will decrease to 15% of such margins.

As part of the overall settlement effective July 8, 2004, SJG is providing customers with an offsetting $38.9 million in rate reductions. These reductions are being provided to customers through the reduction and elimination of rates associated with SJG's various clauses. Under those clauses, costs incurred by SJG were being billed to customers on a dollar-for-dollar basis and these reductions do not negatively impact SJG's net income.

PENDING AUDITS -- The BPU issued an order under which it will perform a competitive services audit and a management audit that includes a focused review of SJG's gas supply and purchasing practices. The audits, which commenced in October 2004, are mandated by statute to be conducted at predetermined intervals. Management does not currently anticipate the outcome of these audits to materially affect SJI's financial position, results of operations or liquidity.

APPLIANCE SERVICE BUSINESS -- On July 23, 2004, the BPU approved SJG's petition and related agreements to transfer its appliance service business from the regulated utility. In anticipation of this transfer, SJI formed South Jersey Energy Service Plus, LLC (SJESP) to perform appliance repair services after BPU approval of the transfer. SJESP purchased certain assets and assumed certain liabilities required to perform such repair services from SJG for the net book value of $1.2 million on September 1, 2004. The agreements also called for SJESP to pay an additional $1.5 million to SJG. SJG credited this $1.5 million to customers through the Remediation Adjustment Clause (RAC) which had no earnings impact on SJG. The $1.5 million is considered an intangible asset by SJESP and is being amortized on a straight-line basis over a 12-year period, which commenced as of the transfer date. The amortization period was based on a study performed by an independent consultant. The study results indicate the benefit period is linked to residential homeowner moving rates based on U.S. Census Bureau and regional information.

OTHER REGULATORY MATTERS -- Effective January 10, 2000, the BPU approved full unbundling of SJG's system. This allows all natural gas consumers to select their natural gas commodity supplier. As of December 31, 2004, 87,645 of SJG's residential customers were purchasing their gas commodity from someone other than SJG. Customers choosing to purchase natural gas from providers other than the utility are charged for the cost of gas by the marketer, not the utility.

The resulting decrease in SJG's revenues is offset by a corresponding decrease in gas costs. While customer choice can reduce utility revenues, it does not negatively affect SJG's net income or financial condition. The BPU continues to allow for full recovery of prudently incurred natural gas costs through the BGSS. Unbundling did not change the fact that SJG still recovers cost of service, including deferred costs, through base rates.

In December 2001, the BPU approved recovery of SJG's October 31, 2001 underrecovered gas cost balance of $48.9 million plus accrued interest since April 1, 2001 at a rate of 5.75%. SJG finished recovering this balance upon the settlement of its base rate case in July 2004.

In August 2002, SJG filed for a Societal Benefits Clause (SBC) rate increase. The SBC recovers costs related to BPU-mandated programs, including environmental remediation costs recovered through SJG's RAC; energy efficiency and renewable

energy program costs recovered through SJG's New Jersey Clean Energy Programs; consumer education program costs; and low income program costs recovered through the Universal Service Fund. In August 2003, the BPU approved a $6.7 million increase to SJG's SBC, effective September 1, 2003. In September 2004, SJG filed for a $2.6 million reduction to its current SBC annual recovery level of $17.5 million.

In September 2002, SJG filed for an $8.6 million rate increase to recover the cash related to a Temperature Adjustment Clause (TAC) deficiency resulting from warmer-than-normal weather for the 2001-2002 winter. As a result of the colder-than-normal 2002-2003 winter, the cumulative TAC deficiency decreased to $5.7 million. In August 2003, the BPU approved the recovery of the $5.7 million TAC deficiency, effective September 1, 2003. SJG has fully recovered the $5.7 million. In September 2004, SJG filed for a $1.2 million increase to recover the cash related to the TAC deficiency resulting from the 2003-2004 winter, which was warmer than normal.

Also, in September 2002, SJG filed with the BPU to maintain its current BGSS rate through October 2003. However, due to price increases in the wholesale market, in February 2003, SJG filed an amendment to the September 2002 filing. In April 2003, the BPU approved a $16.6 million increase to SJG's annual gas costs recoveries.

In March 2003, the BPU approved a statewide Universal Service Fund (USF) program on a permanent basis. In June 2003, the BPU established a statewide program through which funds for the USF and Lifeline Credit and Tenants Assistance (Lifeline) Programs would be collected from customers of all New Jersey electric and gas utilities. The BPU ordered that utility rates be set to recover a total statewide USF budget of $33.0 million, and a total Lifeline budget of $72.0 million. Recovery rates for both programs were implemented in August 2003. In April 2004, SJG made its annual USF filing, along with the state's other electric and gas utilities, proposing a statewide USF budget of $105.5 million. The proposed statewide budget was updated to $113.0 million and filed with the BPU in May 2004. In June 2004, the BPU approved the statewide budget of $113.0 million and the increased rates were implemented effective July 1, 2004, resulting in a $3.9 million increase to SJG's annual USF recoveries.

In July 2003, SJG made its annual BGSS filing, as amended, with the BPU. Due to further price increases in the wholesale market, SJG filed for a $24.0 million increase to its annual gas cost revenues. In August 2003, the BPU approved SJG's price increase on a provisional basis, subject to refund with interest, effective September 1, 2003. In October 2004, the provisional rate increase was made final with no refund required.

In February 2004, SJG filed notice with the BPU to reduce its gas cost revenues by approximately $5.0 million, via a rate reduction, in addition to a $21.8 million bill credit to customers. Both the rate reduction and bill credit were approved and implemented in March 2004.

In June 2004, SJG made its annual BGSS filing with the BPU requesting a $4.9 million increase in gas cost recoveries. In October 2004, the requested increase was approved on a provisional basis.

Filings and petitions described above are still pending unless otherwise indicated.

10. EMPLOYEE BENEFIT PLANS:

PENSIONS & OTHER POSTRETIREMENT BENEFIT PLANS -- SJI has several defined benefit pension plans and other postretirement benefit plans. The pension plans provide

annuity payments to the majority of full-time, regular employees upon retirement. Newly hired employees in certain classifications and companies do not qualify for participation in the defined benefit pension plans. The other postretirement benefit plans provide health care and life insurance benefits to some retirees.

The BPU authorized SJG to recover costs related to postretirement benefits other than pensions under the accrual method of accounting consistent with FASB Statement No. 106, "Employers' Accounting for Postretirement Benefits Other Than Pensions." We deferred amounts accrued prior to that authorization and are amortizing them as allowed by the BPU. The unamortized balance of $3.0 million at December 31, 2004 is recoverable in rates. We are amortizing this amount over 15 years which started January 1998.

On December 8, 2003, the President signed into law the Medicare Prescription Drug, Improvement and Modernization Act (the "Act") of 2003. In accordance with FASB Staff Position No. 106-1, "Accounting and Disclosure Requirements Related to the Medicare Prescription Drug, Improvement and Modernization Act of 2003," issued in December 2003, management elected to defer any financial impact resulting from the Act pending the availability of more information. In 2004, with the assistance of SJI's actuary, management has determined that the Act has no impact on SJI's postretirement benefits plans.

Net periodic benefit cost related to the pension and other postretirement benefit plans consisted of the following components:

	Thousands of Dollars					
	Pension Benefits			Other Postretirement Benef		
	2004	2003	2002	2004	2003	
Service Cost	$ 2,939	$ 2,574	$ 2,237	$ 1,402	$ 1,551	$
Interest Cost	5,699	5,353	5,029	2,412	2,545	
Expected Return on Plan Assets	(7,094)	(5,514)	(4,567)	(1,402)	(1,078)	
Amortization of Transition Obligation	--	72	72	643	772	
Amortization of Loss and Other	1,774	1,784	838	133	396	
Net Periodic Benefit Cost	3,318	4,269	3,609	3,188	4,186	
ERIP Cost	814	--	--	160	--	
Total Net Periodic Benefit Cost	$ 4,132	$ 4,269	$ 3,609	$ 3,348	$ 4,186	$

The table abve includes benefit costs capitalize by SJG related to its construction program. Capitalized pension benefit costs totaled $1.0 million, $1.3 million and $1.1 million in 2004, 2003 and 2002, respectively. Capitalized other postretirement benefit costs totaled $1.0 million, $1.3 million and $1.0 million in 2004, 2003 and 2002, respectively.

The ERIP costs reflected in the table above relate to an early retirement plan offered during 2004. Additional monetary incentives not reflected in the table above totaled $405,000, which will be funded outside of SJI's retirement plans.

A reconciliation of the plans' benefit obligations, fair value of plan assets, funded status and amounts recognized in SJI's consolidated balance sheets follows:

	Thousands of Dollars			
	Pension Benefits		Other Postretirement Benefits	
	2004	2003	2004	20
Change in Benefit Obligations:				
Benefit Obligation at Beginning of Year	$ 91,036	$ 81,106	$ 44,926	$
Service Cost	2,939	2,574	1,402	
Interest Cost	5,699	5,353	2,412	
Plan Amendments	492	--	(10,085)	
Actuarial Loss and Other	11,324	6,054	1,580	
Benefits Paid	(4,032)	(4,051)	(1,751)	
Benefit Obligation at End of Year	$ 107,458	$ 91,036	$ 38,484	$

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Change in Plan Assets:				
Fair Value of Plan Assets at Beginning of Year	$ 83,145	$ 63,112	$ 19,095	$
Actual Return on Plan Assets	8,411	14,084	1,740	
Employer Contributions	13,000	10,000	3,226	
Benefits Paid	(4,032)	(4,051)	(1,751)	
Fair Value of Plan Assets at End of Year	$ 100,524	$ 83,145	$ 22,310	$
Funded Status:	$ (6,934)	$ (7,890)	$ (16,174)	$
Unrecognized Prior Service Cost	2,941	2,823	(4,229)	
Unrecognized Net Obligation Assets from Transition	--	--	--	
Unrecognized Net Loss and Other	32,582	24,757	12,317	
Prepaid (Accrued) Net Benefit Cost at End of Year	$ 28,589	$ 19,690	$ (8,086)	$

The accumulated benefit obligation of SJI's pension plans at December 31, 2004 and 2003 was $93.6 million and $76.6 million, respectively. In 2003, SJI had a decrease in its minimum pension liability included in Accumulated Other Comprehensive Income amounting to $9.3 million. As of December 31, 2004, no

minimum pension liability adjustment was required.

As of November 2004, SJI has implemented caps on the amount of the premium we pay for all employees eligible for postretirement health care. Employees are responsible for those costs which exceed the premium caps. Subsequently, we were able to reduce our 2004 postretirement benefit costs other than pension by a total of $383,400 for the months of November and December 2004. On an ongoing basis, we will experience reduced postretirement benefit costs other than pension due to this plan change.

SJI also has unqualified pension plans provided to certain officers and outside directors which are unfunded. The aggregate accrued net benefit obligation of such plans as of December 31, 2004 and 2003 was $4.9 million and $4.3 million, respectively.

The weighted-average assumptions used to determine benefit obligations at December 31 were:

	Pension Benefits		Other Postretirement Benefits	
	2004	2003	2004	2003
Discount Rate	5.75%	6.25%	5.75%	6.25%
Rate of Compensation Increase	3.60%	3.60%	--	--

The weighted-average assumptions used to determine net periodic benefit cost for years ended December 31 were:

	Pension Benefits			Other Postretirement Benefits		
	2004	2003	2002	2004	2003	2002
Discount Rate	6.25%	6.75%	7.25%	6.25%	6.75%	7.25
Expected Long-Term Return on Plan Assets	8.75%	9.00%	9.00%	7.25%	7.50%	7.50
Rate of Compensation Increase	3.60%	3.60%	4.10%	--	--	--

The expected long-term return on plan assets was based on return projections prepared by our investment manager using SJI's current investment mix as described under Plan Assets below.

The assumed health care cost trend rates at December 31 were:

	2004	2003
Post-65 Medical Care Cost Trend Rate Assumed for Next Year	6.5%	7.0%
Pre-65 Medical Care Cost Trend Rate Assumed for Next Year	11.0%	11.5%
Dental Care Cost Trend Rate Assumed for Next Year	6.5%	7.0%
Rate to which Cost Trend Rates are Assumed to Decline (the Ultimate Trend Rate)	5.0%	5.0%
Year that the Rate Reaches the Ultimate Trend Rate	2016	2016

Assumed health care cost trend rates have a significant effect on the amounts reported for SJI's postretirement health care plans. A one-percentage-point change in assumed health care cost trend rates would have the following effects:

	Thousands of Dollars	
	1-Percentage-Point Increase	1-Per Point
Effect on the Total of Service and Interest Cost	$ 88	$
Effect on Postretirement Benefit Obligation	$ 1,174	$ (1

Plan Assets -- SJI's weighted-average asset allocations at December 31, 2004 and 2003, by asset category are as follows:

	Pension Benefits		Other Postretirement Ben
	2004	2003	2004
Asset Category			
U.S. Equity Securities	52%	47%	48%
International Equity Securities	16	13	16
Fixed Income	32	40	36
Total	100%	100%	100%

Based on the investment objectives and risk tolerances stated in SJI's current pension and other postretirement benefit plans' investment policy and guidelines, the long-term asset mix target considered appropriate for SJI is within the range of 58% to 68% equity and 32% to 42% fixed-income investments. Historical performance results and future expectations suggest that equities will provide higher total investment returns than fixed-income securities over a long-term investment horizon.

The policy recognizes that risk and volatility are present to some degree with all types of investments. We seek to avoid high levels of risk at the total fund level through diversification by asset class, style of manager, and sector and industry limits. Specifically prohibited investments include, but are not limited to, venture capital, margin trading, commodities and securities of companies with less than $250.0 million capitalization (except in the small-cap portion of the fund where capitalization levels as low as $50.0 million are permissible).

FUTURE BENEFIT PAYMENTS -- The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid during the following years:

	Thousands of Dollars	
	Pension Benefits	Other Postretirement Benefits
2005	$ 4,209	$ 1,522
2006	4,397	1,737
2007	4,621	1,970
2008	4,898	2,187
2009	5,205	2,386

2010-2014	32,748	13,837

CONTRIBUTIONS -- SJI expects to make no contributions to its pension plan and contribute approximately $3.0 million to its other postretirement benefit plan in 2005.

DEFINED CONTRIBUTION PLAN -- SJI offers an Employees' Retirement Savings Plan (Savings Plan) to eligible employees. SJI matches 50% of participants' contributions up to 6% of base compensation. For newly hired employees who are not eligible for participation in SJI's defined benefit plan, we match 50% of participants' contributions up to 8% of base compensation. We also contribute a year-end contribution of $500 for employees with fewer than 10 years of service and $1,000 for employees with 10 years of service or more.

The amount expensed and contributed for the matching provision of the Savings Plan approximated $1.0 million in each of the years 2004, 2003 and 2002.

11. RETAINED EARNINGS:

Restrictions exist under various loan agreements regarding the amount of cash dividends or other distributions that SJG may pay on its common stock. As of December 31, 2004, SJG's loan restrictions did not affect the amount that may be distributed from SJI's retained earnings.

SJG is restricted as to the amount of cash dividends or other distributions that may be paid on its common stock by an order issued by the New Jersey Board of Public Utilities in July 2004, that granted SJG an increase in base rates. Per the order, SJG is required to maintain Total Common Equity of no less than $289 million. SJG's Total Common Equity balance was $344 million at December 31, 2004.

12. UNUSED LINES OF CREDIT AND COMPENSATING BALANCES:

Bank credit available to SJI totaled $266.0 million at December 31, 2004, of which $98.7 million, inclusive of $6.4 million of letters of credit, was used. Those bank facilities consist of a $100.0 million revolving credit facility that expires in August 2006 and $76.0 million of uncommitted bank lines available to SJG; and a $60.0 million revolving credit facility that expires in August 2007, and $30.0 million of uncommitted bank lines available to SJI. The amount of the revolving credit to SJI was increased by $20.0 million and the expiration date was extended to 2007 in August 2004. The revolving credit facilities contain certain financial covenants measured on a quarterly basis. SJI and SJG were in compliance with these covenants as of December 31, 2004. Borrowings under these lines of credit are at market rates. The weighted borrowing cost, which changes daily, was 3.02% and 1.87% at December 31, 2004 and 2003, respectively. We maintain demand deposits with lending banks on an informal basis and they do not constitute compensating balances.

13. COMMITMENTS AND CONTINGENCIES:

CONTRACTUAL CASH OBLIGATIONS -- The following table summarizes our contractual cash obligations and their applicable payment due dates (in thousands):

Contractual Obligations	Total	Up to 1 Year	Years 2 & 3	Years 4 & 5	Mo 5

Long-Term Debt	$ 334,262	$ 5,348	$ 10,737	$ 1,720	$
Interest on Long-Term Debt	300,751	20,214	39,081	37,972	
Operating Leases	900	321	512	51	
Construction Obligations	5,133	5,133	--	--	
Commodity Supply Purchase Obligations	430,098	245,389	92,247	66,167	
Other Purchase Obligations	3,509	3,446	63	--	
Total Contractual Cash Obligations	$ 1,074,653	$ 279,851	$ 142,640	$ 105,910	$

Expected environmental remediation costs are not included in the table above due to the subjective nature of such costs and the timing of anticipated payments. SJG's regulatory obligation to contribute $3.6 million annually to its postretirement benefit plans, less costs incurred directly, is not included as the duration is indefinite. As a result, the total obligation cannot be calculated. SJI does not expect to make a pension contribution in 2005 and future contributions cannot be determined at this time (See Note 10).

CONSTRUCTION AND ENVIRONMENTAL -- SJI's estimated net cost of construction and environmental remediation programs for 2005 totals $87.2 million. Commitments were made regarding some of these programs.

GAS SUPPLY CONTRACTS -- SJG, in the normal course of business, has entered into long-term contracts for natural gas supplies, firm transportation and gas storage service. The earliest that any of these contracts expires is 2005. The transportation and storage service agreements between SJG and its interstate pipeline suppliers were made under Federal Energy Regulatory Commission approved tariffs. SJG's cumulative obligation for demand charges and reservation fees paid to suppliers for these services is approximately $4.5 million per month, recovered on a current basis through the BGSS.

PENDING LITIGATION -- SJI is subject to claims arising in the ordinary course of business and other legal proceedings. We accrue liabilities related to these claims when we can determine the amount or range of amounts of likely settlement costs for those claims. SJI has been named in, among other actions, certain product liability claims related to our former sand mining subsidiary. Management does not currently anticipate the disposition of any known claims to have a material adverse effect on SJI's financial position, results of operations or liquidity.

PARENTAL GUARANTEES -- As of December 31, 2004, SJI had issued $196.6 million of parental guarantees on behalf of its subsidiaries. Of this total, $159.6 million expire within one year, $0.2 million expire in 2006 and $36.8 million have no expiration date. The vast majority of these guarantees were issued to guarantee payment to third parties with whom our subsidiaries have commodity supply

contracts. These contracts contain netting provisions which permit us to net the ultimate cash payment for monthly buys and sells from/to counterparties. As of December 31, 2004, these guarantees support future firm commitments and $56.1 million of the Accounts Payable recorded on our consolidated balance sheet. As part of our risk management policy, we also require parental guarantees from trading counterparties as applicable. These arrangements are typical in our industry. SJI has also issued two parental guarantees totaling $6.3 million related to Marina's construction activity.

STANDBY LETTERS OF CREDIT -- As of December 31, 2004, SJI provided $46.0 million of standby letters of credit from four commercial banks supporting the variable rate demand bonds issued through the New Jersey Economic Development Authority to finance Marina's thermal plant project. The letter of credit agreement contains certain financial covenants measured on a quarterly basis. SJI was in compliance with these covenants as of December 31, 2004.

Also, as of December 31, 2004, SJI has issued four letters of credit totaling $6.3 million. Three of these letters were posted to two different utilities to enable SJE to market retail electricity within the respective utilities' service territories. The remaining letter was posted related to the construction activity of AC Landfill Energy, LLC.

SALE LEASEBACK -- On January 5, 2004, Marina paid $2.7 million to purchase a cogeneration facility in Salem County, NJ and is leasing the facility back to a large manufacturer located on the same site over an 8-year lease. Marina also entered into an 8-year operating contract to operate and manage the facility.

ENVIRONMENTAL REMEDIATION COSTS -- SJI incurred and recorded costs for environmental cleanup of 12 sites where SJG or its predecessors operated gas manufacturing plants. SJG stopped manufacturing gas in the 1950s. SJI and some of its nonutility subsidiaries also recorded costs for environmental cleanup of sites where SJF previously operated a fuel oil business and Morie maintained equipment, fueling stations and storage.

SJI successfully entered into settlements with all of its historic comprehensive general liability carriers regarding the environmental remediation expenditures at the SJG sites. Also, SJG purchased a Cleanup Cost Cap Insurance Policy limiting the amount of remediation expenditures that SJG will be required to make at 11 of its sites. This Policy will be in force until 2024 at 10 sites and until 2029 at one site. The minimum future cost estimate discussed below is not reduced by projected insurance recoveries from the Cleanup Cost Cap Insurance Policy.

Since the early 1980s, SJI accrued environmental remediation costs of $153.5 million, of which $98.5 million was spent as of December 31, 2004. With the assistance of a consulting firm, we estimate that undiscounted future costs to clean up SJG's sites will range from $51.0 million to $167.3 million. We recorded the lower end of this range as a liability because a single reliable estimation point is not feasible due to the amount of uncertainty involved in

the nature of projected remediation efforts and the long period over which remediation efforts will continue. It is reflected on the 2004 consolidated balance sheet under Current Liabilities and Deferred Credits and Other Noncurrent Liabilities. Recorded amounts include estimated costs based on projected investigation and remediation work plans using existing technologies. Actual costs could differ from the estimates due to the long-term nature of the projects, changing technology, government regulations and site-specific requirements. The major portion of accrued environmental costs relate to the cleanup of SJG's former gas manufacturing sites.

SJG has two regulatory assets associated with environmental costs (See Note 1). The first asset, Environmental Remediation Cost: Expended -- Net, represents what was actually spent to clean up former gas manufacturing plant sites. These costs meet the requirements of Statement No. 71. The BPU allows SJG to recover expenditures through the RAC (See Note 9).

The other asset, Environmental Remediation Cost: Liability for Future Expenditures, relates to estimated future expenditures determined under the

guidance of FASB Statement No. 5, "Accounting for Contingencies." We recorded this amount, which relates to former manufactured gas plant sites, as a regulatory asset under Statement No. 71 with the corresponding amount reflected on the consolidated balance sheet under Current Liabilities and Deferred Credits and Other Noncurrent Liabilities. The BPU's intent, evidenced by current practice, is to allow SJG to recover the deferred costs after they are spent over 7-year periods. As of December 31, 2004, we reflected SJG's unamortized remediation costs of $5.3 million on the consolidated balance sheet under Regulatory Assets. Since implementing the RAC in 1992, SJG has recovered $43.9 million through rates (See Note 9).

With Morie's sale, EMI assumed responsibility for environmental liabilities estimated between $2.8 million and $8.8 million. The information available on these sites is sufficient only to establish a range of probable liability and no point within the range is more likely than any other. Therefore, EMI has accrued the lower end of the range. Changes in the accrual are included in the statements of consolidated income under Loss from Discontinued Operations -- Net.

SJI and SJF estimated their potential exposure for the future remediation of four sites where fuel oil operations existed years ago. Estimates for these sites range from $1.2 million to $5.0 million. We recorded the lower ends of these ranges on the 2004 consolidated balance sheet under Current Liabilities and Deferred Credits and Other Noncurrent Liabilities as of December 31, 2004.