

LACLEDE GROUP INC

Form 4

February 10, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
NEISES KENNETH J

(Last) (First) (Middle)

720 OLIVE STREET

(Street)

ST. LOUIS, MO 63101

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
LACLEDE GROUP INC [LG]

3. Date of Earliest Transaction
(Month/Day/Year)
02/09/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Common Stock | 02/09/2005 | | M | 3,750 A | \$ 23.27 4,000 | D | |
| Common Stock | 02/09/2005 | | M | 3,750 A | \$ 28.85 7,750 | D | |
| Common Stock | 02/09/2005 | | S | 7,500 D | \$ 31 250 | D | |
| Common Stock | | | | | 327.876 ⁽¹⁾ | I | Through 401K |
| Common Stock | | | | | 1,500 ⁽²⁾ | D | |

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|---|--|---|---|--------------------------------------|---|--|---|---|
| Employee stock options (right to buy) | \$ 23.27 | 02/09/2005 | | M | 3,750 | <u>(3)</u> 02/05/2013 | Common Stock | 3,750 |
| Employee stock options (right to buy) | \$ 28.85 | 02/09/2005 | | M | 3,750 | <u>(4)</u> 11/05/2013 | Common stock | 7,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| NEISES KENNETH J 720 OLIVE STREET ST. LOUIS, MO 63101 | Executive Vice President |

Signatures

Kenneth J.
Neises 02/09/2005

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Represents shares owned as of December 31, 2004 in the 401K plan and purchased through regular deferrals under the Plan.

(2) Restricted shares previously awarded under equity incentive plan.

(3) Options vest in four equal annual installments beginning on February 6, 2004

The options vest in four equal annual installments beginning on November 8, 2004, and, if the reporting person retires on the mandatory

(4) retirement date, will continue to vest for 33 months after the mandatory retirement date, and become 100% vested on the 34th month after the mandatory retirement date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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