McEndy Kathleen A
Form 4
March 05, 2019

FORM 4

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
McEndy Kathleen A

(Last) (First) (Middle)

1 SOUTH JERSEY PLAZA

(Street)

FOLSOM, NJ 08037

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
SOUTH JERSEY INDUSTRIES INC [SJI]

3. Date of Earliest Transaction (Month/Day/Year)
01/01/2017

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)
SVP & Chief Administrative / Chief Administrative Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
So.Jersey Ind., Inc. / Common Stock	01/02/2019		F		319.3832 (1)	D	$ 0	9,351.9218	D	
So.Jersey Ind., Inc. / Common Stock	01/02/2019		F		433.7499 (2)	D	$ 0	8,918.1719	D	
So.Jersey Ind., Inc. / Common	03/01/2019		M		1,047 (3)	A	$ 0	9,965.1719	D	

Stock									
So.Jersey Ind., Inc. / Common Stock	03/01/2019		F	278	D	$ 0	9,687.1719	D	
So.Jersey Ind., Inc. / Common Stock							6,102.4436	I	401k

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

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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 I S (
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	$ 0	01/01/2017		M		909 (4)		(4)	(4)	Common Stock	909	
Restricted Stock Units	$ 0	01/01/2018		M		3,029 (3)		(3)	(3)	Common Stock	3,029	
Restricted Stock Units	$ 0	06/07/2018		M		1,021 (5)		(5)	(5)	Common Stock	1,021	
Restricted Stock Units	$ 0	03/01/2019		M			1,047 (6)	(6)	(6)	Common Stock	1,047	

Reporting Owners

Reporting Owner Name / Address	Relationships

Director	10% Owner	Officer	Other

McEndy Kathleen A
1 SOUTH JERSEY PLAZA
FOLSOM, NJ 08037

SVP & Chief Administrative

Chief Administrative Officer

Signatures

Kathleen McEndy	03/05/2019
**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 withheld to cover taxes on the 2017 time-based restricted stock units that vested on January 1, 2019 that was previously reported on a form 4 on January 4, 2019.

(2) Represents shares withheld to cover taxes on the 2016 time-based restricted stock units that vested on January 1, 2019 that was previously reported on a form 4 on January 4, 2019.

(3) Represents 2018 Annual RSU award granted pursuant to the South Jersey Industries, Inc. 2015 Omnibus Equity Compensation Plan. Subject to certain exceptions, 1,010 RSUs shall vest on March 1, 2019, 1,010 RSUs shall vest on January 1, 2020 and 1,009 RSUs shall vest on January 1, 2021, provided that the reporting person remains employed by the issuer.

(4) The Reporting Person reported the vesting of 937 restricted stock units granted to the Reporting Person on January 1, 2017 in Table I on the Form 4 filed on March 2, 2018, which is approximately one-third of the 2,725 restricted stock units that were granted to the Reporting Person on January 1, 2017. Such restricted stock units vest equally over a three year period, with the first tranche of 908 restricted stock units having vested on March 1, 2018 and reported on a Form 4 on March 2, 2018, the second tranche of 908 having vested on January 1, 2019 and reported on a Form 4 on January 4, 2019 and the last tranche of 909 restricted stock units will vest on January 1, 2020.

(5) Represents 2018 Special Recognition Retention Program RSU granted pursuant to the South Jersey Industries, Inc. 2015 Omnibus Equity Compensation Plan. The Reporting Person reported the vesting of 511 restricted stock units granted to the Reporting Person on June 7, 2018 in Table I of the Form 4 filed on June 11, 2018, which is approximately one-third of the 1,532 restricted stock units that were granted to the Reporting Person on June 7, 2018. Such restricted stock units vest over a three year period, with the first tranche of 511 restricted stock units having vested on June 7, 2018 and reported on a Form 4 filed on June 11, 2018 , the second tranche of 511 will vest on June 7, 2019 and the last tranche of 510 restricted stock units will vest on June 7, 2020, provided that the Reporting Person remains employed by the Issuer.

(6) Includes accrued Dividend Equivalent Shares (referred to as "DES", as defined in the Issuer's 2015 Omnibus Equity Compensation Plan) in the amount of 37.4876 shares on the first tranche of the 2018 grant of RSUs that vested on March 1, 2019. The DES were accrued from January 1, 2018 through December 27, 2018.

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