



A quasi-state agency with the authority to build and operate marine terminals in the seven southern counties of New Jersey, the South Jersey Port Corporation currently manages and operates two deepwater marine terminals in the City of Camden on the Delaware River and a barge facility on the Salem River, in the City of Salem. SJPC is developing a new omniport, the Paulsboro Marine Terminal in Paulsboro on the Delaware River, which is anticipated to open in 2015. An important part of the South Jersey Port Corporation mission is to foster economic development and create jobs in the Delaware River region. For more than 80 years, the South Jersey Port Corporation has been essential to New Jersey and the Delaware Valley regional economy and anticipates playing an increasingly important role in the economic life of the area in the coming years.



DICK ALAIMO CHAIRMAN



CHRIS CHRISTIE GOVERNOR



KIM GUADAGNO
LT. GOVERNOR

To New Jersey's Governor, Lt. Governor, and Legislators

On behalf of the Board of Directors and staff, I respectfully submit the 2012 Annual Report of the South Jersey Port Corporation (SJPC). I am proud to report that in 2012, the South Jersey Port Corporation continued to make operational profits at its terminals in Camden and Salem while moving forward with the major expansion at Paulsboro and upgrading our current intermodal facilities with unparalleled links to the heartland of North America.

The State of New Jersey supports the SJPC as a job creating economic development tool for southern New Jersey by assuring the region's access to global markets through deep-water ports. Its success has been through a long history of private-public partnerships with its tenants, customers and community and leading the enhancement and expansion of New Jersey's marine-related transportation infrastructure that in turn create thousands of private sector family sustaining jobs, both directly and indirectly.

Through prudent management we right-sized our work force, maximized equipment and facilities and maintained a passionate focus on our customer service. This all requires agility of our management team and work force whose experience and skills morph to meet the specialized needs of our partners. In 2012, we have had a rebound in our core cargoes: steel products, wood products, and general cargo, and maintained our reputation as America's premier plywood and cocoa bean port. We look to 2013 with sustained optimism.

Flexibility. Innovation. Resolve. Prudence. These are all core values of the SJPC. This is what makes the SJPC a service agency of the State.

Respectfully yours,

South Jersey Port Corporation 2012 Board of Directors



Chairman Richard A. Alaimo Burlington County



Director Chad M. Bruner Gloucester County



Director
Robert A. DeAngelo, Sr.
City of Paulsboro



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Jonathan S. Gershen
Mercer County



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Director Craig F. Remington Camden County



Director Sheila F. Roberts City of Camden



Director Francis X. Smith Salem County



Director Rev. Carl. E. Styles Cumberland County



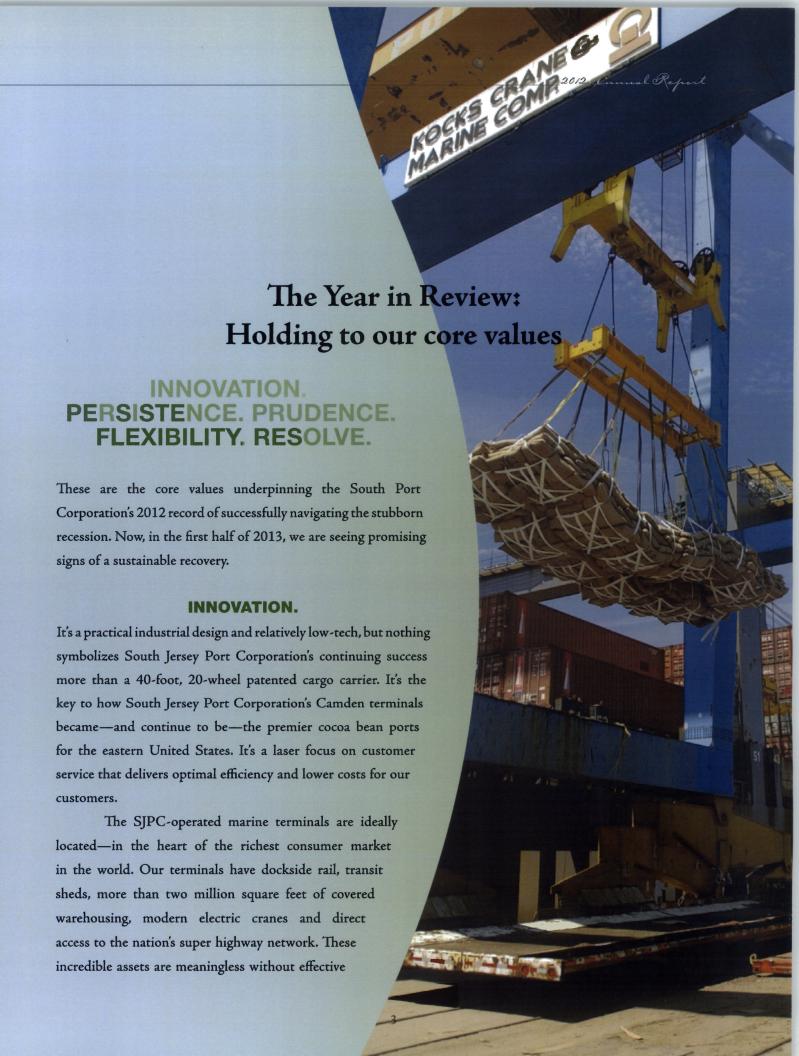
Director Christopher Chianese Treasurer's Designee



Director Andrew P. Sidamon-Eristoff State Treasurer

BOARD OF DIRECTORS

The Board of Directors of the South Jersey Port Corporation is at full membership with five directors from the Camden/Gloucester subdistrict; three directors from the Burlington/Mercer subdistrict; two members from the Cape May/Cumber/Salem subdistrict; and the Treasurer of the State of New Jersey as a permanent ex-officio member. Chairman Alaimo and Director Styles were both reappointed by Governor Christie in 2012.



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customer service that enables our customers to deliver their cargoes to their customers in the most efficient means possible and with zero tolerance for damage and avoidable delays. The SJPC terminals specialize in bulk, breakbulk and project cargoes ranging from cocoa beans to plywood to steel—coiled and structural—and cement and recycled metals. Each requires cargo-specific handling expertise that the SJPC staff and workforce developed through many years of experience. Customer service is an ongoing process. By building a trusting relationship with our customers, meeting their needs and helping them succeed, we have forged a strong reputation in the maritime community as a good partner.

It was this type of customer service that crowned the SJPC terminals king of east coast cocoa bean imports and the nation's leading plywood port.

Cocoa beans are a labor-intense cargo best handled in break-bulk 144-pound burlap bags, a SJPC area of expertise. 100,000 tons translate in to 1.5 million bags to be handled.

Historically, beans arrive in slings of 25 bags each within the ship's holds. Each sling, unloaded directly to the dock by crane, then required longshoremen to pick up each sling, place it on a pallet and then move it to an on-dock transit shed to await delivery. The rehandling of the slings at shipside, made

for a less-than-quick and -efficient discharge for the ship's cargo.

The SJPC developed a better method that would take all 400 bags in one movement from shipside to warehouse 300 yards away. The SJPC, working with its cocoa bean warehousemen and the International Longshoremen's Association developed the solution. It's a labor saving, patented flatbed trailer, the "cargo carrier," that ferries an entire crane swing of 400 bags of cocoa beans from the hold of the ship to the warehouse without physically touching the dock. It was a simple, yet revolutionary, idea. It increased efficiency and reduced labor costs. It resulted in a ten-fold increase of cocoa bean imports into the port.

Developed over decades of collaboration with its partner tenant, Camden International Commodities Terminals (CICT), SJPC's prominence in cocoa bean imports is a success story of innovation, specialty cargo handling, labor collaboration and geographical reach to the world's largest candy makers and richest consumer markets.

Today tons of cocoa beans, mostly from Africa's Ivory Coast, move through the Camden ports and one million square feet of warehousing. CICT supplies beans to the six major chocolate processors, all within 90 miles of the Camden ports. The processors, in turn, provide the processed bulk chocolate and

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chocolate liquor to the candy makers including Mars and Hershey.

PERSISTENCE.

When Superstorm Sandy, the largest Atlantic hurricane on record, devastated much of New Jersey in October of 2012, it largely spared the SJPC terminals. Operations at the marine terminals of the South Jersey Port Corporation, located inland along the Delaware River that separates New Jersey from Pennsylvania, continued with little interruption except for the half day that the Delaware River was closed for traffic as a precaution. As soon as the Coast Guard re-opened the river to ship traffic, the South Jersey Port Corporation was back in business, along with all of our marine-related tenants and their businesses.

Sadly, much of New Jersey was not as fortunate and a massive rebuilding effort is under way. The \$60 billion rebuilding effort will require hundreds of thousands of tons of construction materials—cement, wood, steel, and concrete—all core cargo commodities that have been a bedrock of the South Jersey Port Corporation. We expect that much of those materials will cross our docks.

While spared Sandy's wrath, since 2007 the SJPC has soldiered through the global recession that in the final quarter of 2012 seemed to be ebbing. Our terminals are beginning to rebound in cargoes that waned under the global recession. Those losses were



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significantly mitigated by the export of recycled metal cargoes that grew as American industry scrapped its old machinery for new more efficient machinery and tools of industrial and commercial rebirth. The SJPC cargoes in 2012 reflected the shifting economic winds. Recycled metal exports decreased, as America moved from scraping to rejuvenating its economic base. Steel products, wood products, and general cargo all showed a modest uptick over 2011.

RESOLVE.

The SJPC has built on its strengths through the fiveyear economic doldrums of the recession. We cut costs, right-sized our work force and facilities, and invested and built for the future. Throughout, the SJPC has consistently shown a net profit in its operations.

SJPC revenues are rebounding as the SJPC presses forward with its major expansion of Paulsboro Marine Terminal, major improvements to its feeder rail networks and other programs designed to exploit a recovery that appears to be materializing throughout 2013.

We are seeing promising signs of a sustainable recovery. Housing prices have risen more rapidly from mid-2012 to mid-2013 than in the past seven years. Standard and Poor's 500-stock index stands solidly at an all-time high. The overall stock market increased in value by 16 percent. Consumer confidence hit its highest level in five years.

The SJPC remained steadfast and continued on its path to expand. The construction, site development and tidal wetlands mitigation continued in high gear throughout 2012 at the nascent Paulsboro Marine Terminal. They are key to transforming the former 200-acre chemical tank farm in Paulsboro, New Jersey, into an international port—the first general cargo marine terminal to be built on the Delaware River in more than 50 years. Located on the shores of the Delaware River, nine miles south of its marine terminals in Camden, New Jersey, Paulsboro Marine Terminal is being developed into an omniport with the flexibility to service an unlimited variety of marine cargoes from the mundane to those requiring special handling.

Major developers of the off-shore wind energy industry have identified Paulsboro as the preferred port for developing and servicing off-shore wind generation, which could translate into tens of thousands of jobs. Those jobs would be initially in logistical support and servicing of proposed windmill farms off the New Jersey, Maryland, Delaware and New York coasts. As offshore wind farms grow, the logistics, staging and servicing role for our new terminal can expand to manufacturing of turbines, blades and other components with significant increase in the work force. The stakes are huge and so are the rewards in terms of jobs, the economy and the environment.



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FLEXIBLITY.

While the potential of off-shore wind energy is promising, there are numerous regulatory, technical and financial issues to be resolved. Prudently, while moving forward with agreements of understanding and cooperation with the wind energy industry, the SJPC continued to explore additional options for Paulsboro Marine Terminal. More options mean more opportunities for success.

Paulsboro Marine Terminal is located in industry-friendly, land-rich Gloucester County, New Jersey, across the Delaware River from Philadelphia International Airport. The overall construction phases include three additional berths, as well as a barge berth. It will include heavy lift crane, dockside rail and direct access to Interstate 295, placing it within minutes of Philadelphia, two hours of Washington, D.C., and New York City, and accessible to 100 million consumers within 24 hours. This strategic location, as well as SJPC's proficiency in customer service and expertise in handling cargoes (especially specialty cargoes), will serve to establish the Paulsboro facility as one of the most efficient and sought-after marine terminals on the Delaware River.

The SJPC also provides access to Foreign Trade Zone No. 142, giving businesses the advantages of operating within the eastern seaboard's largest concentration of industrial, manufacturing, and agricultural and commercial bases. FT'Zs offer domestic manufacturers and processors the benefits of duty deferral, duty elimination on water, scrap and yield loss, and relief from inverted tariffs. It allows customers to meet federal and/or local

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requirements while enjoying free access to merchandise that bonded facilities allow. It enables relabeled goods to conform to U.S. standards and encourages international trade—both imports and exports.

LOCATION.

Southern New Jersey is a peninsula bordered by the Atlantic Ocean, the Delaware Bay and the Delaware River with ideal interstates and highways connecting it to the heartland via a dozen bridges. Southern New Jersey's rail link to the heartland of the country is the Delair Bridge, located just north of Camden. It is the keystone bridge to the Northeast rail corridor. Because of its importance to the regional economy, the SJPC partnered with Conrail and Salem County for a multi-million-dollar federal grant to upgrade that key transportation link as well as other rail components. Happily, the partnership was awarded an \$18.5 million TIGER (Transportation Investments Generating Economic Recovery) grant for what the partnership called the Delaware River Rail/Port Improvement Project.

Included in that project is the 42-mile rail freight line from Port Salem that runs through Swedesboro, Paulsboro, Camden and to the Delair Bridge, connecting the SJPC terminals in Camden and the developing terminal in Paulsboro to the rail line. The TIGER rail improvements will give the SJPC terminals

expanded shipside rail capacity, an enhanced capability to the North America rail network and markets for its customers.

The Delaware River Rail/Port Improvement Project is divided into three components, starting with Conrail's Delair Bridge approach rehabilitation utilizing \$12.5 million of the grant with a \$12.5 million match. The Salem County component is comprised of two projects: the Oldmans Trestle Rail Bridge replacement, at a cost of \$3.5 million including a local match of \$500,000, and the Salem Running Track rehabilitation, at a cost of \$1.55 million and a local match of \$750,000.

The SJPC component is the Paulsboro At-Grade Rail Infrastructure at a cost of \$3.2 million with a local match of \$1 million. This component leverages the ongoing construction of the new Paulsboro Marine Terminal with the rail upgrades are to be completed in 2013. This project will upgrade the line, and build a new two-mile connection to the new docks under construction.

Overall, the grant translates into hundreds of construction jobs and thousands of future long-term jobs. The TIGER grants are designed to augment local investments into the transportation infrastructure to spur economic and job development.

While the \$18.5 million award was welcomed by all the partners, rail improvement is an ongoing, evolving process for Southern New Jersey's rail



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infrastructure. The South Jersey Port Corporation and its partners look forward to future partnerships in seeking additional federal funds to bring the regional freight lines up to the tasks that lie ahead.

IMPROVING.

At SJPC's existing facilities, SJPC staff enhanced its operations and improved its security during 2012. Staff began the work necessary to transition to barcode-scanning cargoes so we can offer our customers enhanced real-time, on-demand cargo data from the moment the cargo arrives at the dock to when it leaves our terminal gates.

Customer service—whether bar codes, specially designed cargo carriers or working with the Seaman's Institute to address the needs of visiting seafarers—is the extra step that brings success. Our on-ongoing program continued to meet and exceed federal security compliances for marine terminals under the Maritime Transportation Security Act provisions. Staff managed a perfect U.S. Coast Guard annual inspection for the Balzano and Broadway Terminals. Our facilities also maintained their Designated Waterfront Facility compliance at the Balzano Marine Terminal, enabling the facility to be certified to receive CDC cargoes.

The State of New Jersey has proven once again that it is stronger than a storm, whether Sandy or an economic one. So, too, is the South Jersey Port Corporation.

PIER 5 SALEM MARINE TERMINAL PAULSBORG TERMINAL BROADWAY MARINE TERMINAL B



Joseph A. Balzano Marine Terminal



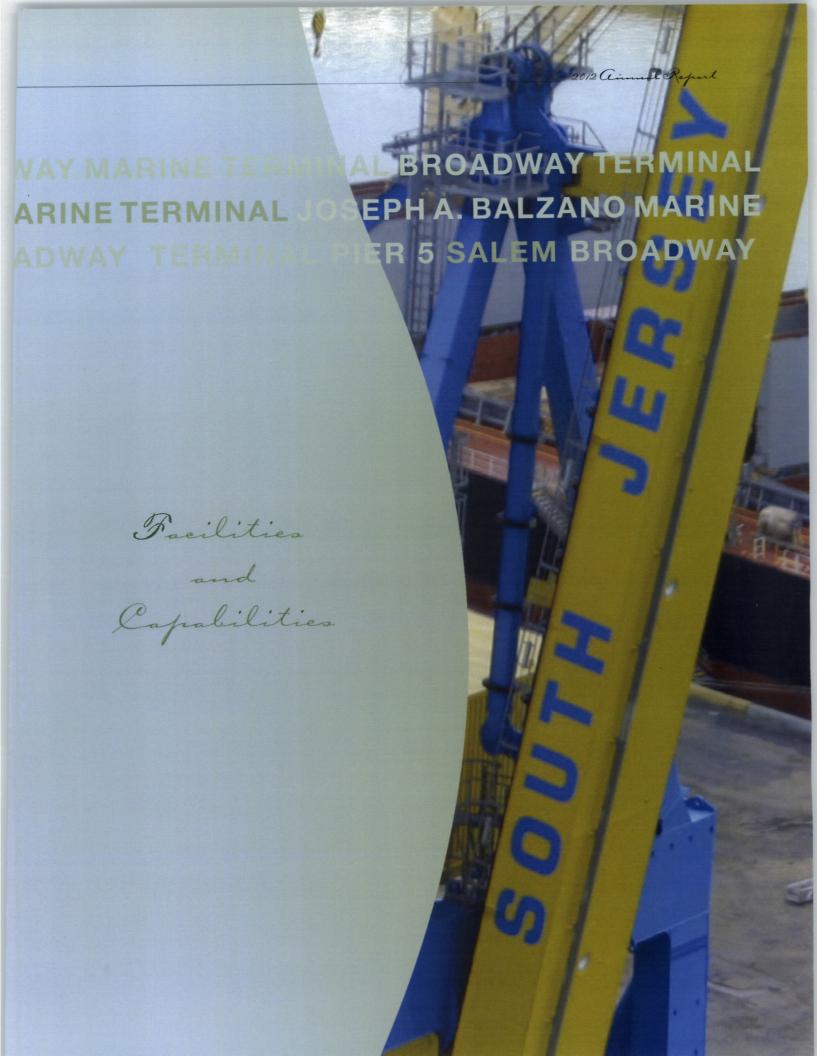
Broadway Marine Terminal



Salem Marine Terminal



Paulsboro Marine Terminal





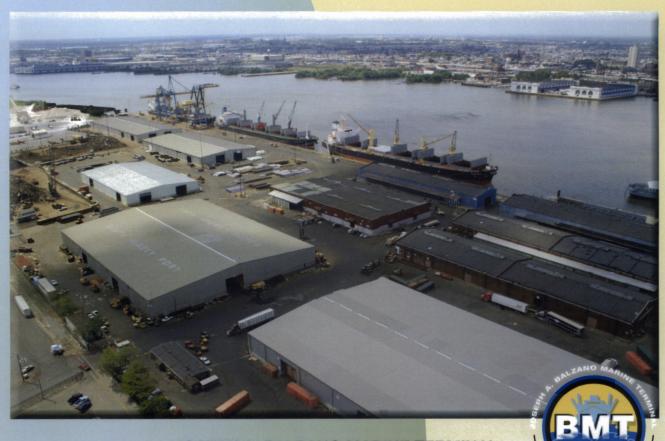
Opening Soon ...

PAULSBORO MARINE TERMINAL

A New Omniport On The Delaware River 200 Acres • Planned 2,400-Linear-Foot, Deep Draft Berthing;

500-Linear-Foot Barge Berth

One-Mile Limited Access Roadway to Interstate CSX, NS, and CP Rail Systems with Integrated On-Dock Rail Infrastructure



JOSEPH A. BALZANO MARINE TERMINAL

Location: Joseph A. Balzano Boulevard, Camden, NJ

Specialized cargoes: Wood products, steel products, cocoa beans, furnace slag, salt, containers,

and recycled metals

Other cargoes: Project and dry bulk cargoes

Area: 122 acres (49.4 ha.)

Berths: 4: 2,655 linear ft. (701 meters)
Depth at MLW: 35 ft. (10.7 m.) to 40 ft. (12.2 m.)

Storage capacity: 21 dry warehouses comprising 1,168,441 sq. ft. (108,591 sq. m.)

Heavy lift cranes: One multi-purpose bulk/container crane, 95 tons (86.2 metric tons); one general purpose

cargo/container crane, 35 tons (31.8 metric tons)

Direct transfer: Direct to and from truck/rail/vessel

Truck gates: Balzano Boulevard main gate & 6 storage area gates

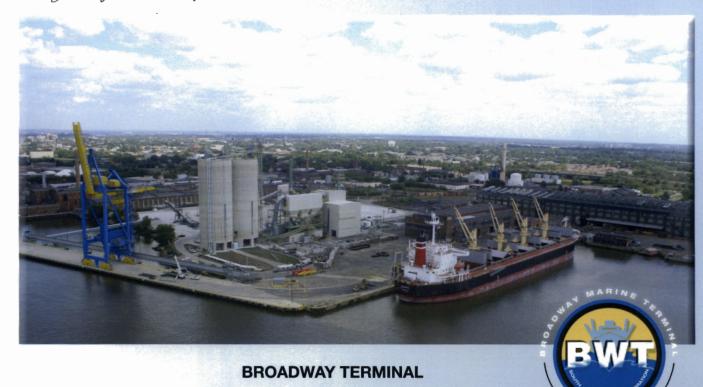
Highway access: Direct to I-676, I-76, US Rt.130 and I-295

Rail connections: CSX, NS, and CP rail systems

Other features: Food grade warehousing; all warehouses and sheds served by rail; innovative direct dis

charge for bulk cargoes; custom cargo carriers for direct discharge to storage; all-weather

loading; temperature control warehouse



Location: Broadway at Morgan Boulevard, Camden, NJ

Cargoes: Petroleum coke, furnace slag, dolomite, other dry bulks, steel

products, wood products, minerals, cocoa beans and perishables

Area: 106 acres (42.8 ha.)

Berths: 2: 1.700 linear ft. (518.16 m.) Depth at MLW: Pier 1 — 35 ft. (10.7 m.),

Pier 2 — 40 ft. (12.2 m.)

Storage capacity: 36 dry warehouses providing 1.128 million sq. ft. (102,600 sq. m.)

Cranes: Multi-purpose electric — 95 tons (86.2 metric tons)

Direct transfer: Direct to and from truck/rail/vessel

Truck gates: 3

Highway access: Direct to I-676, I-76, US Rt.130 & I-295

Rail connections: CSX, NS, and CP rail systems

Other features: Full-service facility for all breakbulk and bulk cargoes; bulk cargo storage area with direct

rail service; marine-related industrial park services

BROADWAY TERMINAL PIER 5

Owner: South Jersey Port Corporation

Lessee: Camden Waterfront LLC

Location: Port of Camden, Broadway Terminal, 2500 Broadway, Camden, NJ

Specialized cargoes: Perishables

Terminal area: 28 acres (11.3 ha.)

Number/size of berths: 1 berth: 1,135 linear ft.

Depth at MLW: 35 ft. (10.7 m.)

BROADWAY TERMINAL PIER 5, continued

3 temperature-controlled warehouses, 60,000, 75,000, and 53,400 sq. ft. Storage capacity:

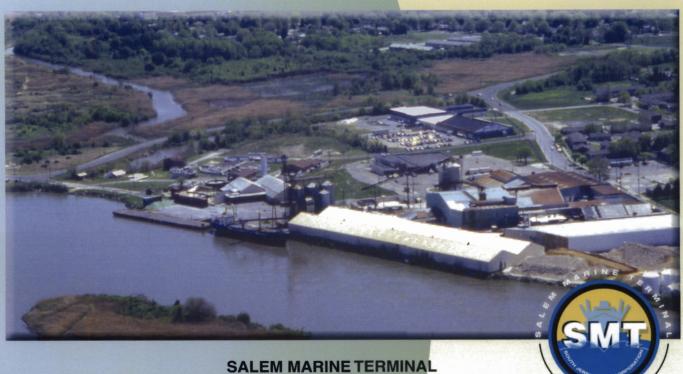
1 dry - 25,000 sq. ft.

Reefer plugs: 175

Direct to truck/rail,LCL and FCL handling Direct transfer:

Truck gates: 2 Loading docks: 40

Other features: 2,000 ft. of rail siding for intermodal COFC transfer



Salem, NJ, at Exit 1 of the New Jersey Turnpike Location:

Lessee: National Docks LLC Specialized cargoes: Sand and gravel

Other cargoes: Various dry bulk and project cargoes, wearing apparel, and motor

vehicles

Area: 28 acres

Berths: 1: 350 linear ft. (130 ft. sheathed)

60,000 sq. ft. of shed and warehouse space Storage capacity:

Direct access to Rt. 49, Rt. 45 with access to US 130, I-295 and NJ Turnpike Highway access:

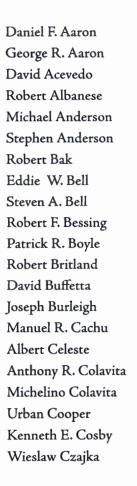
The Port of Salem is designated as Foreign Trade Zone No. 142 in Special features:

combination with nearby Millville (NJ) Airport)

South-Jersey Port Corporation Employees in 2012



Executive Director and CEO Kevin Castagnola





Deputy Executive Director Jay Jones

Vincent D'Alessio Timothy J. D'Amico George Decker Sr. Michael B. Dehoff Michael Deliberis Joseph P. Deluca William R. Deluca III Michael Delvescio Harry Demiani Jason M. DeTata Louis Ditomaso Athina Efelis Stephen Endres **Anthony Enos** David A. Farmer Bobby Farrish Donell Farrish Earl Farrish Edward T. Froman Raymond Gallagher Alvin Gindhart



Treasurer Pat Abusi





Port Engineer Henry D'Andrea

Douglas L. Miller Antonio Pimpinella Joseph M. Monturano Frank Nestore Shawn Norman Lien Nguyen Juan A. Pena Robert W. Purcell Kenneth Rossi Ricky Santiago Shane M. Schooley Debbi-Anne Silverman Kevin Stewart John R. Striewski Joseph Thomas Robert J. VanFossen Michael L. Vindick Robert A. Weyand Ir. John Yarnall Noe Yax-Santos

2012 annual Report



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