

AGL RESOURCES INC  
Form 4  
February 17, 2009

**FORM 4**

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

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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SOMERHALDER JOHN W II

(Last) (First) (Middle)

TEN PEACHTREE PLACE

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AGL RESOURCES INC [AGL]

3. Date of Earliest Transaction (Month/Day/Year)  
12/31/2007

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)  
Chairman, President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
Common Stock				(A) or (D) Price	4,379.5494 <u>(1)</u>	I	by Non-Qualified Savings Plan
Common Stock				(A) or (D) Price	2,725.8013 <u>(2)</u>	I	by 401(k)

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

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SEC 1474  
(9-02)

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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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	12/31/2007		A		1,905.7577		<u>(4)</u>	<u>(5)</u>	Common Stock	1,905.7577
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	01/10/2008		A		422.4869		<u>(4)</u>	<u>(5)</u>	Common Stock	422.4869
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	01/15/2008		A		54.0045		<u>(4)</u>	<u>(5)</u>	Common Stock	54.0045
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	01/31/2008		A		53.3482		<u>(4)</u>	<u>(5)</u>	Common Stock	53.3482
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	02/08/2008		A		54.692		<u>(4)</u>	<u>(5)</u>	Common Stock	54.692
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	02/25/2008		A		55.4428		<u>(4)</u>	<u>(5)</u>	Common Stock	55.4428
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	03/06/2008		A		62.5392		<u>(4)</u>	<u>(5)</u>	Common Stock	62.5392
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	03/24/2008		A		62.9965		<u>(4)</u>	<u>(5)</u>	Common Stock	62.9965
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	04/04/2008		A		63.2556		<u>(4)</u>	<u>(5)</u>	Common Stock	63.2556

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Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	04/18/2008	A	60.8604	<u>(4)</u>	<u>(5)</u>	Common Stock	60.8
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	05/14/2008	A	59.1067	<u>(4)</u>	<u>(5)</u>	Common Stock	59.1
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	05/16/2008	A	60.2981	<u>(4)</u>	<u>(5)</u>	Common Stock	60.2
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	05/30/2008	A	60.3319	<u>(4)</u>	<u>(5)</u>	Common Stock	60.3
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	06/13/2008	A	62.9229	<u>(4)</u>	<u>(5)</u>	Common Stock	62.9
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	06/27/2008	A	63.4606	<u>(4)</u>	<u>(5)</u>	Common Stock	63.4
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	07/11/2008	A	63.7234	<u>(4)</u>	<u>(5)</u>	Common Stock	63.7
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	07/28/2008	A	64.294	<u>(4)</u>	<u>(5)</u>	Common Stock	64.2
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	08/08/2008	A	64.9924	<u>(4)</u>	<u>(5)</u>	Common Stock	64.9
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	08/22/2008	A	65.6261	<u>(4)</u>	<u>(5)</u>	Common Stock	65.6
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	09/05/2008	A	67.4343	<u>(4)</u>	<u>(5)</u>	Common Stock	67.4
	\$ 0 <sup>(3)</sup>	09/19/2008	A	63.7612	<u>(4)</u>	<u>(5)</u>		63.7

Common Stock Equivalent Units								Common Stock	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	10/03/2008	A	68.8131	<u>(4)</u>	<u>(5)</u>	Common Stock	68.8	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	10/17/2008	A	79.0403	<u>(4)</u>	<u>(5)</u>	Common Stock	79.0	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	10/31/2008	A	70.8503	<u>(4)</u>	<u>(5)</u>	Common Stock	70.8	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	11/20/2008	A	81.5543	<u>(4)</u>	<u>(5)</u>	Common Stock	81.5	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	12/01/2008	A	77.2543	<u>(4)</u>	<u>(5)</u>	Common Stock	77.2	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	12/12/2008	A	72.374	<u>(4)</u>	<u>(5)</u>	Common Stock	72.3	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	12/29/2008	A	72.8391	<u>(4)</u>	<u>(5)</u>	Common Stock	72.8	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	01/23/2009	A	70.0894	<u>(4)</u>	<u>(5)</u>	Common Stock	70.0	
Common Stock Equivalent Units	\$ 0 <sup>(3)</sup>	02/09/2009	A	63.6668	<u>(4)</u>	<u>(5)</u>	Common Stock	63.6	

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

SOMERHALDER JOHN W II  
TEN PEACHTREE PLACE X Chairman, President and CEO  
ATLANTA, GA 30309

## Signatures

Myra C. Bierria, by power of attorney 02/17/2009

\_\_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) These acquisitions were omitted from the Forms 4 filed by the reporting person during December 31, 2007 to February 11, 2009.
- (2) Information as of February 11, 2009.
- (3) The common stock equivalent units convert to common stock on a one-for-one basis.
- (4) Immediately.  
The units are to be settled in cash upon the reporting person's termination of employment based on the fair market value of the Company's
- (5) common stock as of the date of valuation. The reporting person may transfer the value of his common stock equivalent units into an alternative investment account at any time prior to settlement.
- (6) Includes 29.8579 shares allocated to the reporting person's account on 3/3/08 pursuant to a dividend reinvestment feature of the AGL Resources Inc. Non-Qualified Savings Plan.
- (7) Includes 33.2105 shares allocated to the reporting person's account on 6/2/08 pursuant to a dividend reinvestment feature of the AGL Resources Inc. Non-Qualified Savings Plan.
- (8) Includes 42.4372 shares allocated to the reporting person's account on 9/2/08 pursuant to a dividend reinvestment feature of the AGL Resources Inc. Non-Qualified Savings Plan.
- (9) Includes 57.4795 shares allocated to the reporting person's account on 12/1/08 pursuant to a dividend reinvestment feature of the AGL Resources Inc. Non-Qualified Savings Plan.

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