

AGL RESOURCES INC

Form 4/A

March 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MADDEN KEVIN P

(Last) (First) (Middle)

TEN PEACHTREE PLACE

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/25/2004

4. If Amendment, Date Original
Filed(Month/Day/Year)
08/30/2004

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EVP, Dist. & Pipeline Ops

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 Ownership (Instr. 4)
Common Stock	08/25/2004		M	1,394 A	\$ 21.3 22,244.886 (1)	D	
Common Stock	08/25/2004		F(2)	1,000 D	\$ 29.68 21,244.886 (1)	D	
Common Stock	08/26/2004		S	167 D	\$ 30.13 21,077.866 (1)	D	
Common Stock	08/27/2004		M	1,418 A	\$ 21.3 22,495.886 (1)	D	
Common Stock	08/27/2004		F(2)	1,000 D	\$ 30.2 21,495.886 (1)	D	

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Common Stock	08/27/2004	S	177	D	\$ 21,318.886 30.17 <u>(1)</u>	D	
Common Stock					525	I	By 401(k) plan.

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 21.3	08/25/2004		M		1,394		09/01/2002	09/01/2011	Common Stock	1,394
Employee Stock Option (right to buy)	\$ 29.68	08/25/2004		A		<u>1,000</u> (3)		02/25/2005	09/01/2011	Common Stock	1,000
Employee Stock Option (right to buy)	\$ 21.3	08/27/2004		M		1,418		09/01/2002	09/01/2011	Common Stock	1,418
Employee Stock Option (right to buy)	\$ 30.2	08/27/2004		A		<u>1,000</u> (4)		02/27/2005	09/01/2011	Common Stock	1,000

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MADDEN KEVIN P TEN PEACHTREE PLACE ATLANTA, GA 30309			EVP, Dist. & Pipeline Ops	

Myra Coleman, by power of attorney

Date _____

Explanation of Responses:

- | | |
|-----|---|
| * | If the form is filed by more than one reporting person, <i>see</i> Instruction 4(b)(v). |
| ** | Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). |
| | Includes (i) 943,403 shares of common stock acquired under the AGL Resources Inc. Employee Stock Purchase Plan; and (ii) 471,641 |
| (1) | shares of common stock allocated to the reporting person's account pursuant to a dividend reinvestment feature of the AGL Resources Inc. Direct Stock Purchase and Dividend Reinvestment Plan. |
| (2) | Shares swapped pursuant to Nonqualified Stock Option Agreement dated 9/1/01. |
| (3) | Reload options received as a results of the 8/25/04 exercise of options for 1,394 shares, whereby 1,000 shares were swapped for options pursuant to the Nonqualified Stock Option Agreement dated 9/1/01. |
| (4) | Reload options received as a results of the 8/27/04 exercise of options for 1,418 shares, whereby 1,000 shares were swapped for options pursuant to the Nonqualified Stock Option Agreement dated 9/1/01. |

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.