SOMERHALDER JOHN W II

Form 4 March 05, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SOMERHALDER JOHN W II				2. Issuer Name and Ticker or Trading Symbol AGL RESOURCES INC [GAS]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			3. Date of Earliest Transaction (Month/Day/Year) 03/01/2013					X Director 10% OwnerX Officer (give title Other (specify below)			
ATLANT		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Ta	ble I - Nor	ı-Derivati	ve Sec	urities A	cquired, Disposed	l of, or Benef	icially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	(A) or	d of (D)	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	03/01/2013			F	6,715	D	\$ 39.96	145,011.1 <u>(1)</u>	D		
Common Stock								7,332.002 (2)	I	by 401(k)	
Common Stock								36,273.5328 (3)	I	by Non-Qualified Savings Plan	

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

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displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 or Number of Shares
Common Stock Equivalent Units (CSEs)	\$ 0	03/01/2013		A	61.5786	<u>(4)</u>	(5)	Common Stock	61.5786

Reporting Owners

Reporting Owner Name / Address	Relationships						
· Francisco	Director	10% Owner	Officer	Other			
SOMERHALDER JOHN W II TEN PEACHTREE PLACE ATLANTA, GA 30309	X		Chairman, President and CEO				

Signatures

Barbara P. Christopher, by power of attorney 03/05/2013

**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).
- Includes 69.556 shares allocated to the reporting person's account on March 1, 2013 pursuant to a dividend reinvestment feature of the (1) AGL Resources Inc. Direct Stock Purchase and Dividend Reinvestment Plan. Also includes 169.084 shares allocated to the reporting person's account on March 1, 2013 under the AGL Resources Inc. Employee Stock Purchase Plan.
- (2) Information as of statement dated December 31, 2012.
- (3) Information as of March 1, 2013.
- (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 417.9669 CSEs allocated to the reporting person's account on March 1, 2013 pursuant to a dividend reinvestment feature of the AGL Resources Inc. Non-Qualified Savings Plan.

Reporting Owners 2

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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.