

AGL RESOURCES INC
Form 4/A
April 27, 2005

FORM 4

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

OMB APPROVAL

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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 *
WARD FELKER W JR

(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)
11/01/2004

4. If Amendment, Date Original Filed(Month/Day/Year)
11/03/2004

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 11/01/2004 | | M | | 1,437 | A | \$ 20.88 | 20,877.75 | D | |
| Common Stock | 11/01/2004 | | F(1) | | 961 | D | \$ 31.2 | 19,916.75 | D | |
| Common Stock | 11/01/2004 | | M | | 889 | A | \$ 18 | 20,805.75 | D | |
| Common Stock | 11/01/2004 | | F(1) | | 512 | D | \$ 31.2 | 20,293.75 | D | |
| Common Stock | 11/01/2004 | | M | | 796 | A | \$ 20.125 | 21,897.75 | D | |
| | 11/01/2004 | | F(1) | | 513 | D | \$ 31.2 | 20,576.75 | D | |

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| | | | | | | | | | |
|--------------|------------|--|------------------|-----|---|------------|--------------------------|---|----------|
| Common Stock | | | | | | | | | |
| Common Stock | 11/01/2004 | | M | 798 | A | \$ 20.0625 | 21,374.75 | D | |
| Common Stock | 11/01/2004 | | F ⁽¹⁾ | 513 | D | \$ 31.2 | 20,861.75 | D | |
| Common Stock | 11/01/2004 | | M | 826 | A | \$ 19.375 | 21,687.75 | D | |
| Common Stock | 11/01/2004 | | F ⁽¹⁾ | 512 | D | \$ 31.2 | 21,175.75 | D | |
| Common Stock | 11/01/2004 | | M | 935 | A | \$ 17.125 | 22,110.75 | D | |
| Common Stock | 11/01/2004 | | F ⁽¹⁾ | 513 | D | \$ 31.2 | 21,597.75 ⁽²⁾ | D | |
| Common Stock | | | | | | | 10,000 | I | By Trust |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Director Stock Option (right to buy) | \$ 20.88 | 11/01/2004 | | M | 1,437 | 01/26/2002 01/26/2011 | Common Stock | 1,437 | |
| Director Stock Option (right to buy) | \$ 18 | 11/01/2004 | | M | 889 | 03/14/1997 03/14/2006 | Common Stock | 889 | |
| | \$ 20.125 | 11/01/2004 | | M | 796 | 02/07/1998 02/07/2007 | | 796 | |

| | | | | | | | | | |
|--|------------|------------|---|-----|------------|------------|-----------------|-----------------|--|
| Director Stock Option (right to buy) | | | | | | | | Common Stock | |
| Director Stock Option (right to buy) | \$ 20.0625 | 11/01/2004 | M | 798 | 02/06/1999 | 02/06/2008 | Common Stock | 798 | |
| Director Stock Option (right to buy) | \$ 19.375 | 11/01/2004 | M | 826 | 02/05/2000 | 02/05/2009 | Common Stock | 826 | |
| Director Stock Option(right to buy) | \$ 17.125 | 11/02/2004 | M | 935 | 02/04/2001 | 02/04/2010 | Common Stock | 935 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WARD FELKER W JR TEN PEACHTREE PLACE ATLANTA, GA 30309 | X | | | |

Signatures

Pamela J. Anthony, by power of attorney 04/27/2005

__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) Withholding of stock to satisfy exercise price on vested stock options.

(2) Includes 408.33 shares allocated to reporting person's account from May 1, 2003 through September 1, 2004, pursuant to a dividend reinvestment feature of the AGL Resources Inc. Direct Stock Purchase and Dividend Reinvestment Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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