AGL RESOURCES INC Form 4/A

December 20, 2004

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction 1(b).

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 * **OBRIEN RICHARD T**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol AGL RESOURCES INC [ATG]

(Last) (First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 07/01/2004

(Check all applicable)

Director _X__ Officer (give title

10% Owner Other (specify

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

below)

Chief Financial Officer

(Street)

TEN PEACHTREE PLACE

4. If Amendment, Date Original

Filed(Month/Day/Year) 08/31/2004

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

ATLANTA, GA 30327

| AILANI | Person | | | | | | | | | | |
|--------------------------------------|--------------------------------------|--|--------------------------------------|-------|--------|--|--|--|---|--|--|
| (City) | (State) | (Zip) 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. Transact Code (Instr. 8) | · / / | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | Code | V | Amount | (D) | Price | (Instr. 3 and 4) | | | |
| Common Stock | 07/01/2004 | | J <u>(1)</u> V | V | 10,000 | D | \$ 0 | 40,015.1465 | D | | |
| Common stock | 08/26/2004 | | S | | 4,000 | D | \$ 30.04 | 36,015.1465 | D | | |
| Common Stock | 08/26/2004 | | S | | 4,000 | D | \$ 30.0505 | 32,015.1465 | D | | |
| Common Stock | 08/26/2004 | | S | | 1,950 | D | \$ 30.06 | 30,065.1465 | D | | |
| Common Stock | 08/26/2004 | | M | | 33,330 | A | \$ 22.16 | 63,395.1465 | D | | |

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| Common Stock | 08/26/2004 | S | 33,330 | D | \$ 30 | 30,065.1465 | D | |
|-----------------|------------|---|--------|---|-------|-------------|---|-------------------------------------|
| Common Stock | | | | | | 1,784 | I | By Non-Qualified Savings Plan |
| Common Stock | | | | | | 4,879 | I | By 401(k) |

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transac Code (Instr. 8 | ction (8) I | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | 7. Titl Amou Under Secur (Instr. | int of rlying | 8. Price of Derivative Security (Instr. 5) | |
|---|---|--------------------------------------|---|------------------------------------|-------------|---|---------------------|--------------------|--|--|--|--|
| | | | | Code | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | | |
|--|---------------|-----------|-------------------------|-------|--|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | | |
| OBRIEN RICHARD T TEN PEACHTREE PLACE ATLANTA, GA 30327 | | | Chief Financial Officer | | | | | | |

Signatures

Linda D. Hart, Asst. Corporate Secretary 12/20/2004

**Signature of Reporting Person Date

Reporting Owners 2

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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) Transfer of shares to wife pursuant to a Qualified Domestic Relations Order.

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.