

AGL RESOURCES INC
Form 5
February 14, 2003

FORM 5

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

OMB APPROVAL

☐ Check this box if no
longer subject to Section 16.
Form 4 or Form 5
obligations may continue.

See Instruction 1(b).

☐ Form 3 Holdings
Reported

☒ Form 4 Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP**

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

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1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Brumby, Jr., Otis J.			AGL Resources Inc. - ATG			☒ Director		
(Last) (First) (Middle)			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			10% Owner ☐		
817 West Peachtree St., NW						☐ Officer (give title below) ☐		
(Street)						Other (specify below)		
Atlanta, GA 30308								
(City) (State) (Zip)			5. If Amendment, Date of Original (Month/Year)			7. 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. Trans-action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Trans-action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal year (Instr. 3 & 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock				Amount (A) or (D)	Price	21,809	D	
Common Stock						2,000	I	Held by Brumby Partners, LP
Common Stock						3,000	I	(1)

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 5 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Trans-action Date	3A. Deemed Execution	4. Trans-action	5. Number of	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative	10. Owner-ship	11. Nature of Indirect Beneficial
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(Instr. 3)	Price of Derivative Security	(Month/ Day/ Year)	Date, if any (Month/ Day/ Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		(Month/Day/ Year)		Securities (Instr. 3 & 4)		(Instr. 5)	Securities Beneficially Owned at End of Year (Instr. 4)	Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
					(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares				
Director Stock Option (right to buy)	\$21.28	02/01/02		A	1,410		02/01/02	02/01/12	Common Stock	1,410		1,410	D	
Director Stock Option (right to buy)	\$22.10	08/01/02		A	5,763		08/01/02	08/01/12	Common Stock	5,763		5,763	D	

Explanation of Responses:

(1) Includes: 500 shares held by reporting person as trustee for children; 500 shares held by reporting person as custodian for daughter, Helen Spain Brumby; 500 shares held by reporting person as custodian for daughter, Lee Dobbs Brumby; 500 shares held by reporting person as custodian for daughter, Martha Elisabeth Brumby; 500 shares held by reporting person as custodian for daughter, Anna Pratt Brumby; and 500 shares held by reporting person as custodian for son, Otis A. Brumby, III.

(2) The option is exercisable until the earlier of: (i) the one year anniversary of the date that the reporting person ceases to be a member of the Board of Directors of the Company for any reason; or (ii) the date that is ten (10) years from the date of grant of this option.

By: /s/ **Joan A. Martin**

Joan A. Martin for Otis A. Brumby, Jr.

****Signature of Reporting Person**

02/14/03

Date

****Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).**

**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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