AGL RESOURCES INC

Form 4

February 05, 2003

FORM 4

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

OMB APPROVAL

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_ 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

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

| 1. Name and Add Jepson, Jr., Rob | | | ne and Tic rces Inc | | P | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|-------------------------------------|---|--|------------------------|-------|--|---|---------|---|--|---|--|--|
| (Last) (First) (Middle) | | | | rting | ntification N Person, voluntary) | Number | Mor | attement for hth/Day/Year 13/03 | X Director | | | |
| (Street) Atlanta, GA 30308 | | | | | | | Date | e of Original ((Onth/Day/Year) X | 7. 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) | T | able | I Non-D | erivati | ve Secu | rities Acquired, Dispos | ed of, or Benef | icially Owned | | |
| Security (Instr. 3) | 2. Trans- action Date (Month/ Day/ | 2A. Deemed Execution Date, if any | 3. Transaction Code | Code | 4. Securities (A) or Disp (Instr. 3, 4) Amount | osed o | f (D) | 5. Amount of Securities Beneficially Owned Follow- | | 7. Nature of Indirect Beneficial Ownership | | |
| | Year) | (Month/Day/ Year) | | | | or (D) | | ing Reported Transactions(s) (Instr. 3 & 4) | (Instr. 4) | (Instr. 4) | | |
| Common Stock | 02/03/03 | | A | | 329 | A | 22.85 | 15,245.97 <u>-</u> | <u>D</u> | | | |

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. Conver- | 3. | 3A. | 4. | 5. | 6. Date Exercisable | 7. Title and | 8. Price of | 9. Number of | 10. | 11. Nature |
|--------------|------------|---------|-----------|---------|-----------|---------------------|----------------|-------------|----------------|-----------|-------------|
| Derivative : | sion or | Trans- | Deemed | Trans- | Number | and Expiration | Amount of | Derivative | Derivative | Owner- | of Indirect |
| Security | Exercise | action | Execution | action | of | Date | Underlying | Security | Securities | ship | Beneficial |
| | Price of | Date | Date, | Code | Derivati | (NeIonth/Day/ | Securities | (Instr. 5) | Beneficially | Form | Ownership |
| (Instr. 3) | Derivative | | if any | | Securitie | X ear) | (Instr. 3 & 4) | | Owned | of Deriv- | (Instr. 4) |
| | Security | (Month/ | (Month/ | (Instr. | Acquire | d | | | Following | ative | |
| | | - | | 8) | (A) or | | | | Reported | Security: | |
| | | Year) | Year) | | Dispose | d | | | Transaction(s) | Direct | |

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

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| | | | c | of (I | O) | | | | | (Instr. 4) | (D) | |
|--|--|------|-----|-------|------------|--------------|---------|-------|--------|------------|------------|--|
| | | | | | | | | | | | or | |
| | | | (| Inst | r. | | | | | | Indirect | |
| | | | 3 | 3, 4 | & | | | | | | (I) | |
| | | | 5 | 5) | | | | | | | (Instr. 4) | |
| | | Code | V (| (A) | (D) | Date | Expira- | Title | Amount | | | |
| | | | | | | Exer-cisable | tion | | or | | | |
| | | | | | | | Date | | Number | | | |
| | | | | | | | | | of | | | |
| | | | | | | | | | Shares | | | |

Explanation of Responses:

(1) From January 1, 2002 to December 31, 2002, 225.68 shares were 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.

By: /s/ Joan A. Martin

Joan A. Martin for Robert S. Jepson, Jr.

**Signature of Reporting Person

Date

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