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ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

On December 1, 2005, Bluefield Gas Company, a subsidiary of RGC Resources, Inc., executed a Commercial Note dated effective November 25, 2005, in the principal amount of \$2,000,000 in favor of SunTrust Bank ("SunTrust") and entered into, along with RGC Resources, Inc., a Loan Agreement with SunTrust for the purpose of refinancing a currently maturing debt. The Commercial Note has a term of 31 months and provides for quarterly payments of accrued interest. The interest rate is 30-day LIBOR plus 0.87%.

Also on December 1, 2005, in connection with the above Commercial Note and Loan Agreement, RGC Resources, Inc., executed an Unconditional Guaranty dated effective November 25, 2005, in favor of SunTrust unconditionally guaranteeing timely payment and performance of any obligations of Bluefield Gas Company to SunTrust.

ITEM 9.01. FINANCIAL STATEMENT AND EXHIBITS.

- 10.1 Commercial Note in the original principal amount of \$2,000,000 by Bluefield Gas Company in favor of SunTrust Bank, dated as of November 25, 2005.
- 10.2 Loan Agreement by and among Bluefield Gas Company, RGC Resources, Inc. and SunTrust Bank, dated as of November 25, 2005.
- 10.3 Unconditional Guaranty by RGC Resources, Inc. in favor of SunTrust Bank, dated as of November 25, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RGC RESOURCES, INC.

Date: December 5, 2005

By: s/Howard T. Lyon

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Howard T. Lyon
Vice-President, Treasurer and Controller
(Principal Financial Officer)