

AGL RESOURCES INC
Form 5
February 14, 2006

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Reynolds Paula Rosput

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
AGL RESOURCES INC [ATG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

TEN PEACHTREE PLACE

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
President, CEO & Chairman

ATLANTA, GA 30309

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

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
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	Derivative Security				(D) (Instr. 3, 4, and 5)			Date Exercisable	Expiration Date	Title	A o N o
					(A)	(D)					
Employee Stock Option (right to buy)	\$ 21.25	12/07/2005	Â	D4 <u>(1)</u>	Â	4,000	Â <u>(1)</u>	11/09/2008	Common Stock		
Employee Stock Option (right to buy)	\$ 21.25	12/07/2005	Â	A4 <u>(1)</u>	4,000	Â	Â <u>(1)</u>	03/01/2006	Common Stock		
Employee Stock Option (right to buy)	\$ 20.69	12/07/2005	Â	D4 <u>(1)</u>	Â	19,000	Â <u>(1)</u>	11/02/2010	Common Stock	1	
Employee Stock Option (right to buy)	\$ 20.69	12/07/2005	Â	A4 <u>(1)</u>	19,000	Â	Â <u>(1)</u>	03/01/2006	Common Stock	1	
Employee Stock Option (right to buy)	\$ 23.43	12/07/2005	Â	D4 <u>(1)</u>	Â	11,523	Â <u>(1)</u>	11/09/2009	Common Stock	1	
Employee Stock Option (right to buy)	\$ 23.43	12/07/2005	Â	A4 <u>(1)</u>	11,523	Â	Â <u>(1)</u>	03/01/2006	Common Stock	1	
Employee Stock Option (right to buy)	\$ 28.52	12/07/2005	Â	D4 <u>(1)</u>	Â	15,778	Â <u>(1)</u>	11/09/2009	Common Stock	1	
Employee Stock Option (right to buy)	\$ 28.52	12/07/2005	Â	A4 <u>(1)</u>	15,778	Â	Â <u>(1)</u>	03/01/2006	Common Stock	1	
	\$ 28.52	12/07/2005	Â	D4 <u>(1)</u>	Â	3,505	Â <u>(1)</u>	09/21/2008			

Employee Stock Option (right to buy)									Common Stock
Employee Stock Option (right to buy)	\$ 28.52	12/07/2005	Â	A4 <u>(1)</u>	3,505	Â	Â <u>(1)</u>	03/01/2006	Common Stock
Employee Stock Option (right to buy)	\$ 30.99	12/07/2005	Â	D4 <u>(1)</u>	Â	28,202	Â <u>(1)</u>	08/31/2010	Common Stock
Employee Stock Option (right to buy)	\$ 30.99	12/07/2005	Â	A4 <u>(1)</u>	28,202	Â	Â <u>(1)</u>	03/01/2006	Common Stock
Employee Stock Option (right to buy)	\$ 30.99	12/07/2005	Â	D4 <u>(1)</u>	Â	3,711	Â <u>(1)</u>	11/09/2008	Common Stock
Employee Stock Option (right to buy)	\$ 30.99	12/07/2005	Â	A4 <u>(1)</u>	3,711	Â	Â <u>(1)</u>	03/01/2006	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Reynolds Paula Rosput TEN PEACHTREE PLACE ATLANTA, GA 30309	Â X	Â	Â President, CEO & Chairman	Â

Signatures

Pamela J. Anthony, by power of attorney
Date: 02/14/2006

__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) The reported transactions involve the amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. Each of the "old" and "new" options was vested as of the transaction date.

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