

AGL RESOURCES INC
Form 4
December 17, 2015

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 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Tumminello Peter I

(Last) (First) (Middle)
TEN PEACHTREE PLACE
(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/15/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & Pres., Sequent Energy

6. 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. 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) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 12/15/2015 | | M | 4,400 | A \$ 38.96 | 39,449.217 (1) | D |
| Common Stock | 12/15/2015 | | S | 4,400 | D \$ 63.019 (2) | 35,049.217 | D |
| Common Stock | 12/15/2015 | | M | 3,500 | A \$ 39.03 | 38,549.217 | D |
| Common Stock | 12/15/2015 | | S | 3,500 | D \$ 63.019 (2) | 35,049.217 | D |
| | 12/15/2015 | | M | 4,970 | A \$ 31.09 | 40,019.217 | D |

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Common
Stock

| | | | | | | | | |
|-----------------|------------|--|----|-------|---|------------|------------|---|
| Common Stock | 12/15/2015 | | \$ | 4,970 | D | 63.019 | 35,049.217 | D |
| | | | | | | <u>(2)</u> | | |

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

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(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 Derivative Security | 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 (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Employee Stock Option (right to buy) | \$ 38.96 | 12/15/2015 | | M | 4,400 | 01/30/2008 01/30/2017 | Common Stock | 4,400 |
| Employee Stock Option (right to buy) | \$ 39.03 | 12/15/2015 | | M | 3,500 | 02/05/2009 02/05/2018 | Common Stock | 3,500 |
| Employee Stock Option (right to buy) | \$ 31.09 | 12/15/2015 | | M | 4,970 | 02/03/2010 02/03/2019 | Common Stock | 4,970 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

Tumminello Peter I
TEN PEACHTREE PLACE
ATLANTA, GA 30309

EVP & Pres., Sequent Energy

Signatures

Barbara P. Christopher, by power of
attorney

12/17/2015

__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) Includes an aggregate of 248.712 shares allocated to the reporting person's account on December 1, 2015 pursuant to a dividend reinvestment feature of the AGL Resources Inc. Direct Stock Purchase and Dividend Reinvestment Plan. Also includes 108.353 shares allocated to the reporting person's account on December 1, 2015 under the AGL Resources Inc. Employee Stock Purchase Plan.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.00 to \$63.11, inclusive. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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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