AGL RESOURCES INC

Form 4

February 11, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number: 3235-0287

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Form filed by More than One Reporting

Person

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 Fil obligations may continue.

See Instruction

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

See Instruction 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PLATT MELANIE M Issuer Symbol AGL RESOURCES INC [GAS] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title _ Other (specify TEN PEACHTREE PLACE 02/09/2016 below) below) **EVP** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

ATLANTA, GA 30309

| (City) | (State) (Z | Zip) Table | e I - Non-De | erivative S | Securi | ties Ac | quired, Disposed o | of, or Beneficial | ly Owned |
|------------------------|--------------------------------------|-------------------------------|------------------|---------------------|----------|------------|--|--------------------------------------|---------------------------------------|
| 1.Title of Security | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3. Transactio | 4. Securi | | r | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect |
| (Instr. 3) | | any (Month/Day/Year) | Code (Instr. 8) | Disposed (Instr. 3, | , | 1 | Beneficially Owned Following Reported Transaction(s) | (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
| Common | 02/09/2016 | | Code V A | Amount 3,727 | (D) A | Price \$ 0 | (Instr. 3 and 4) 20,821.39 (2) | D | |
| Stock Common Stock | 02/09/2016 | | A | (1) 1,910 (3) | A | \$ 0 | 22,731.39 | D | |
| Common Stock | | | | | | | 22,296.3459 (4) | I | by 401(K) Plan |

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

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number.

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title and | d 8. | Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-------------|--------------|-------|-----------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | onNumber | Expiration D | ate | Amount of | f De | erivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underlying | g Se | curity | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securities | (Ir | nstr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 an | nd 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | A | 4 | | |
| | | | | | | | | | ount | | |
| | | | | | | Date | Expiration | or T'(1 N | | | |
| | | | | | | Exercisable | Date | | nber | | |
| | | | | G 1 17 | (A) (D) | | | of | | | |
| | | | | Code V | (A) (D) | | | Shai | res | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| Transfer and the same and | Director | 10% Owner | Officer | Other | | | |
| PLATT MELANIE M | | | | | | | |
| TEN PEACHTREE PLACE | | | EVP | | | | |
| ATLANTA, GA 30309 | | | | | | | |

Signatures

Barbara P. Christopher, by power of attorney 02/11/2016

**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) These shares were issued pursuant to a performance share unit granted on February 5, 2013.
- (2) Includes an aggregate of 25.952 shares allocated to the reporting person's account on June 1, 2015, September 1, 2015 and December 1, 2015 pursuant to a dividend reinvestment feature of the AGL Resources Inc. Direct Stock Purchase and Dividend Reinvestment Plan.
- (3) These shares were issued pursuant to a restricted stock unit granted on February 17, 2015.
- (4) Information as of statement dated December 31, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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