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GEORGIA POWER CO
Form U-12-IB
January 31, 2003

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

Three year period ending 2003

FORM U-12(I)-B (THREE-YEAR STATEMENT)

SUPPLEMENTAL STATEMENT ONLY

Statement Pursuant to Section 12(i) of Public Utility Holding Company Act of 1935 by a Person Regularly Employed or Retained by a Registered Holding Company or a Subsidiary Thereof and Whose Employment Contemplates Only Routine Expenses as Specified in Rule 71(b)

1. Name and business address of person filing statement. Fred D. Williams
2. Names and business addresses of any persons through whom the undersigned proposes to act in matters included within the exemption provided by paragraph (b) of Rule U-71.

N/A

3. Registered holding companies and subsidiary companies by which the undersigned is regularly employed or retained.

Georgia Power Company - Southern Company and all its subsidiaries.

4. Position or relationship in which the undersigned is employed or retained by each of the companies named in item 3, and brief description of nature of services to be rendered in each such position or relationship.

Retired May, 2002

5. (a) Compensation received during the prior reporting period and estimated to be received over the next two calendar years by the undersigned or others, directly or indirectly, for services rendered by the undersigned, from each of the companies designated in item 3. (Use column (a) as supplementary statement only.)

Name of recipient	received	Salary or other	Person or company from whom received or to be received
		compensations	
	(a)	to be received	
		(b)	
First M.	\$2,022,705	N/A	Georgia Power Company
Last			
Fred D. Williams			

(b) Basis for compensation if other than salary. N/A

6. (To be answered in supplementary statement only.) Expenses incurred by the undersigned or any person named in item 2, above, during the calendar year in connection with the activities described in item 4, above, and the source or sources of reimbursement for same.

(a) Total amount of routine expenses charged to client: n/a

(b) Itemized list of all other expenses: n/a

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Date 1/28/03

Fred D. Williams
Signed) /s/ First M. Last