

AGL RESOURCES INC  
Form DEFA14A  
March 16, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

**AGL RESOURCES INC.**

(Name of Registrant as Specified In Its Charter)

**(Name of Person(s) Filing Proxy Statement, if other than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which the transaction applies:

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(2) Aggregate number of securities to which the transaction applies:

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(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of the transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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**AGL RESOURCES INC.**

**\*\* IMPORTANT NOTICE \*\***

**Regarding the Availability of Proxy Materials for the  
Shareholder Meeting to be Held on 04/29/09**

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

**The proxy statement and annual report to shareholders are available at [www.proxyvote.com](http://www.proxyvote.com). If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before 04/15/09 to facilitate timely delivery.**

You are receiving this communication because you hold shares in the above company, and the materials you should review before you cast your vote are now available.

*AGL RESOURCES*

*10 PEACHTREE PLACE*

*ATLANTA, GA 30309*

**Proxy Materials Available at [www.proxyvote.com](http://www.proxyvote.com)**

Notice and Proxy Statement

Annual Report/10-K Wrap

**PROXY MATERIALS VIEW OR RECEIVE**

**You can choose to view the materials online or request a paper or e-mail copy. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.**

**HOW TO VIEW MATERIALS VIA THE INTERNET**

If you would like to view the form of proxy or any of the other proxy materials, have the 12 Digit Control Number available and visit: [www.proxyvote.com](http://www.proxyvote.com) and follow the instructions on the screen.

**HOW TO REQUEST A COPY OF MATERIALS**

1) BY INTERNET- [www.proxyvote.com](http://www.proxyvote.com)

2) BY TELEPHONE 1-800-579-1639

3) BY E-MAIL\* - sendmaterial@proxyvote.com

\* If requesting materials by e-mail, please send a blank e-mail with the 12 Digit Control Number (located on the following page) in the subject line.

**See the Reverse Side for Meeting Information and Instructions on How to Vote**

**Meeting Information**

Meeting Type: Annual  
Meeting Date: 04/29/09  
Meeting Time: 10:00 A.M., EDT  
For holders as of: 02/20/09

**Meeting Location:**

AGL Resources Corporate Headquarters

10 Peachtree Place

Atlanta, GA 30309

**How To Vote**

**Vote In Person**

Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting, you will need to request a ballot to vote these shares.

If you would like to attend the shareholder meeting and vote in person, you may obtain directions by accessing the proxy materials at [www.proxyvote.com](http://www.proxyvote.com), by calling the following toll- free number: 1-800-579-1639, or by sending an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com).

**Vote By Internet**

To vote *now* by Internet, go to **WWW.PROXYVOTE.COM**. Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time the day before the meeting date. Have your notice in hand when you access the web site and follow the instructions.

**Voting items**

**The Board of Directors Recommends a**

**Vote FOR Items 1, 2 and 3.**

1. Election of directors:

**Nominees:**

01) Charles R. Crisp  
02) Wyck A. Knox, Jr  
03) Dennis M. Love

04) Charles H. "Pete" McTier  
05) Henry C. Wolf

2. To amend our articles of incorporation to eliminate classification of the board of directors.

3. To ratify the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for 2009.