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AGL RESOURCES INC  
Form U5S  
February 12, 2002

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

FORM U5S

Annual Report  
For the fiscal year ended September 30, 2001

Filed pursuant to the  
Public Utility Holding Company Act of 1935  
by

AGL RESOURCES INC.  
817 West Peachtree Street, N.W.  
Atlanta, Georgia 30308

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Item 1 - SYSTEM COMPANIES AND INVESTMENTS THEREIN AS OF SEPTEMBER 30, 2001

| Name of Company (add abbreviation used herein) | Number of Common Shares Owned | % of Voting Power | Issuance Balance Value |
|--|-------------------------------|-------------------|------------------------|
| AGL Resources Inc. (AGL Resources)             |                               |                   |                        |
| AGL Services Company (AGSC)                    | 100                           | 100%              | \$1                    |
| Atlanta Gas Light Company (AGLC)               | 55,352,415                    | 100%              | \$370,275,4            |
| AGL Rome Holdings, Inc.                        | 100                           | 100%              | \$1                    |
| AGL Macon Holdings, Inc. *                     | 100                           | 100%              | \$1                    |
| Virginia Natural Gas, Inc. (VNG)               | 5,273                         | 100%              | \$520,357,2            |
| Chattanooga Gas Company (CGC)                  | 10,000                        | 100%              | \$53,171,2             |
| Cleveland Natural Gas Company                  | +                             | +                 | +                      |
| AGL Peaking Services, Inc. *                   | 100                           | 100%              | \$3,474,2              |

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|   |                  |      |              |
|---|------------------|------|--------------|
| Etowah LNG Company, LLC *               | ++               | ++   | ++           |
| Georgia Natural Gas Company             | 100              | 100% | \$8,551,4    |
| SouthStar Energy Services LLC           | 50% joint        |      |              |
|   | venture interest | 33%  | \$35,659,0   |
| AGL Investments, Inc.                   | 1                | 100% | \$2,836,0    |
| Network Energies, LP                    | 1% general       |      |              |
|   | partner interest | 1%   | \$5          |
| Network Energies, Inc.                  | 1,000            | 100% | \$(12,180,17 |
| Network Energies, LP                    | 99% limited      |      |              |
|   | partner interest | 99%  | \$58,9       |
| AGL Networks, LLC                       | member interest  | 100% | \$59,5       |
| Sequent, LLC (Sequent)                  | 100              | 100% | \$(12,239,15 |
| Sequent Energy Marketing, LP            | 1% general       | 1%   | \$1          |
|   | partner interest |      |              |
| Sequent Energy Management, LP           | 1% general       |      |              |
|   | partner interest | 1%   | \$29,2       |
| Sequent Holdings, LLC                   | member interest  | 100% | \$2,899,5    |
| Southeastern LNG, Inc.                  | 500              | 100% | \$540,0      |
| Sequent Energy, LP                      | 99% limited      |      |              |
|   | partner interest | 99%  | \$2,359,5    |
| Sequent Energy Marketing, LP            | 99% limited      |      |              |
|   | partner interest | 99%  | \$900        |
| Georgia Gas Company *                   | 20               | 100% | \$(2,526,37  |
| Peachtree Pipeline Company *            | 1,000            | 100% | Not yet      |
| AGL Propane Services, Inc.              | 100              | 100% | \$8,322,7    |
| US Propane, LP                          | 22.36% limited   |      |              |
|   | partner interest | 25%  | \$17,514,2   |
| AGL Energy Corporation                  | 100              | 100% | \$9,3        |
| US Propane, LLC                         | Member interest  | 25%  |              |
| US Propane, LP                          | 1% general       |      |              |
|   | partner interest |      |              |
| Retired Main, LLC                       | Member interest  | 100% | Not yet      |
| AGL Consumer Services, Inc.             | 100              | 100% | \$(345,78    |
| Trustees Investments, Inc.              | 500              | 100% | \$288,3      |
| Customer Care Services, Inc.            | 700,000          | 100% | \$(96,95     |
| Utilipro International, Inc. *          | 100              | 100% | Not yet      |
| Utilipro Canada Company *               | 100              | 100% | Not yet      |
| AGL Energy Wise Services, Inc.          | 100              | 100% | \$540,7      |
| Pivotal Energy Services, Inc. *         | 100              | 100% | \$1          |
| Georgia Energy Company *                | 50               | 100% | \$459,4      |
| NGV Southeast Technology Center, LLC *  | 50% joint        |      |              |
|   | venture interest | 50%  | Not c        |
| AGL Capital Corporation                 | 1,000            | 100% | \$565,010,0  |
| AGL Capital Trust II                    | **               | 100% | \$4,639,1    |
| AGL Capital Trust I                     | **               | 100% | \$3,096,2    |
| AGL Interstate Pipeline Company *       | 100              | 100% | \$1          |
| Global Energy Resources Insurance Corp. | 100,000          | 100% | \$100,0      |

\* Inactive as of September 30, 2001.

+ As of September 30, 2001, Cleveland Natural Gas Company was incorporated but not organized. Cleveland Natural Gas Company was dissolved October 31, 2001. ++ Investment in Etowah LNG Company, LLC was written off in fiscal 2001.

\*\* AGL Capital Trust I and AGL Capital Trust II are Delaware statutory business trusts established for the purpose of issuing preferred securities.

Item 2 - ACQUISITIONS OR SALES OF UTILITY ASSETS

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Pursuant to SEC Release No. 35-27243; 70-9707, Order Authorizing Acquisition of Gas Utility, et al., AGL Resources acquired all the outstanding common stock of VNG effective October 1, 2000.

### Item 3 - ISSUE, SALE, PLEDGE, GUARANTEE OR ASSUMPTION OF SYSTEM SECURITIES

On February 23, 2001, AGL Resources, issued \$300 million of senior notes through AGL Capital Corporation as permitted by SEC Release No. 35-27243; 70-. The notes mature in January 2011, have an interest rate of 7.125% and are fully and unconditionally guaranteed by AGL Resources.

On May 14, 2001, AGL Resources issued \$150 million in principal amount of trust preferred securities through AGL Capital Trust II as permitted by SEC Release No. 35-27243; 70-9707. The securities mature on May 15, 2041, pay quarterly cash distributions at an annual rate of 8%, and are fully and unconditionally guaranteed by AGL Resources.

In October 2000, as permitted by SEC Release No. 35-27243; 70-9707, AGL Resources established a \$900 million commercial paper program through AGL Capital Corporation. In conjunction with this commercial paper program, AGL Capital Corporation also established a \$900 million back-up credit facility. On October 6, 2000, AGL Resources issued \$660 million in commercial paper, the proceeds of which were used primarily to finance the VNG acquisition. In May 2001, the back-up credit facility limit was reduced to \$450 million following the issuance of the above-referenced senior notes and trust preferred securities. AGL Resources' short-term debt balance was \$303.4 million as of September 30, 2001 with \$146.6 million available for borrowing under the commercial paper program. The weighted average interest rate on short-term debt outstanding was 6.0% for the 12-month period ended September 30, 2001.

### Item 4 - ACQUISITION, REDEMPTION OR RETIREMENT OF SYSTEM SECURITIES

In February 2001, Atlanta Gas Light Company retired, with cash, upon maturity, \$20 million in 8.90% Series A medium-term notes.

### Item 5 - INVESTMENTS IN SECURITIES OF NONSYSTEM COMPANIES

None.

### Item 6 - OFFICERS AND DIRECTORS

Information regarding the officers and directors of AGL Resources system companies and investments is set forth below as of February 1, 2002. Additional information is set forth in the Proxy Statement of AGL Resources distributed in connection with the 2002 Annual Meeting of Shareholders and AGL Resources' Annual Report on Form 10-K for the fiscal year ended September 30, 2001, each of which is incorporated herein by reference. Two of the directors of AGL Resources are also directors of financial institutions. These relationships are permitted by the Commission's Rule 70.

| Name of Company    | Name of Officer or Director | Position Held                |
|--------------------|-----------------------------|------------------------------|
| AGL Resources Inc. | Paula G. Rosput             | Chairman, CEO & Pre Director |

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|                            |                       |                     |
|----------------------------|-----------------------|---------------------|
|                            | Susan A. McLaughlin   | EVP, COO            |
|                            | Richard T. O'Brien    | EVP, CFO            |
|                            | Kevin Madden          | EVP                 |
|                            | Paul R. Shlanta       | SVP and General Cou |
|                            | Jeffrey Brown         | Associate General C |
|                            | Thomas L. Gleason     | Treasurer           |
|                            | Dan R. Hennig         | VP                  |
|                            | Kristin M. Kamm       | VP and CIO          |
|                            | Melanie M. Platt      | SVP and Corporate S |
|                            | Gene Rosgonyi         | VP                  |
|                            | Harriette Watkins     | VP                  |
|                            | Elizabeth J. White    | VP and Controller   |
|                            | Otis A. Brumby, Jr.   | Director            |
|                            | Robert S. Jepson, Jr. | Director            |
|                            | Arthur E. Johnson     | Director            |
|                            | Wyck A. Knox, Jr.     | Director            |
|                            | Dennis M. Love        | Director            |
|                            | Karen R. Osar         | Director            |
|                            | D. Raymond Riddle     | Director            |
|                            | James A. Rubright     | Director            |
|                            | Felker W. Ward, Jr.   | Director            |
| -----                      | -----                 | -----               |
| AGL Services Company       | Paula G. Rosput       | President, Director |
|                            | Thomas L. Gleason     | Treasurer           |
|                            | Melanie M. Platt      | Corporate Secretary |
|                            | Catherine Land-Waters | VP                  |
|                            | Susan A. McLaughlin   | Director            |
|                            | Richard T. O'Brien    | Director            |
| -----                      | -----                 | -----               |
| Atlanta Gas Light Company  | Paula G. Rosput       | Chairman            |
|                            | Susan A. McLaughlin   | President & CEO, Di |
|                            | Paul R. Shlanta       | SVP & General Couns |
|                            | Melanie M. Platt      | SVP & Corporate Sec |
|                            |                       | Director            |
|                            | Isaac Blythers        | VP                  |
|                            | Robert Foss           | VP                  |
|                            | Brenda Heinrich       | VP                  |
|                            | William Marchionni    | VP                  |
|                            | Suzanne Sitherwood    | VP                  |
|                            | Elizabeth J. White    | VP & Controller     |
|                            | Richard T. O'Brien    | Director            |
| -----                      | -----                 | -----               |
| AGL Rome Holdings, Inc.    | Susan A. McLaughlin   | President, Director |
|                            | Paul R. Shlanta       | VP, Director        |
|                            | Thomas L. Gleason     | Treasurer           |
|                            | Melanie M. Platt      | Corporate Secretary |
| -----                      | -----                 | -----               |
| AGL Macon Holdings, Inc.   | Susan A. McLaughlin   | President, Director |
|                            | Paul R. Shlanta       | VP, Director        |
|                            | Thomas L. Gleason     | Treasurer           |
|                            | Melanie M. Platt      | Corporate Secretary |
| -----                      | -----                 | -----               |
| Virginia Natural Gas, Inc. | Paula G. Rosput       | Chairman            |
|                            | Susan A. McLaughlin   | CEO                 |
|                            | Henry P. Linginfelter | President, Director |
|                            | Ralph Cleveland       | VP                  |
|                            | Thomas L. Gleason     | Treasurer           |
|                            | Jeffrey L. Huston     | Assistant Treasurer |

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|                                |  |   |
|--------------------------------|--|---|
|                                | Melanie M. Platt<br>Elizabeth J. White<br>Richard T. O'Brien<br>Paul R. Shlanta  | Corporate Secretary<br>VP & Controller<br>Director<br>Director  |
| -----                          |  | -----   |
| Chattanooga Gas Company        | Susan A. McLaughlin<br>Isaac Blythers<br>Thomas L. Gleason<br>Melanie M. Platt<br>Elizabeth J. White<br>Richard T. O'Brien<br>Paula G. Rosput<br>Paul R. Shlanta | President & CEO<br>EVP & General Manag<br>Treasurer<br>Corporate Secretary<br>VP & Controller<br>Director<br>Director<br>Director |
| -----                          |  | -----   |
| AGL Peaking Services, Inc.     | Paula G. Rosput<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta  | President, Director<br>Treasurer<br>Corporate Secretary<br>Director<br>Director   |
| -----                          |  | -----   |
| Georgia Natural Gas Company    | Paula G. Rosput<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta  | President, Director<br>Treasurer<br>VP & Corporate Sec<br>Director<br>Director  |
| -----                          |  | -----   |
| SouthStar Energy Services, LLC |  |   |
| -----                          |  | -----   |
| AGL Investments, Inc.          | Paula G. Rosput<br>Richard T. O'Brien<br>Melanie M. Platt<br>Thomas L. Gleason<br>Paul R. Shlanta  | President<br>CFO, Director<br>Corporate Secretary<br>Treasurer<br>Director  |
| -----                          |  | -----   |
| -----                          |  | -----   |
| Network Energies, LP           |  |   |
| -----                          |  | -----   |
| Network Energies, Inc.         | Paul R. Shlanta<br>Thomas L. Gleason<br>Gwen Martini<br>Melanie M. Platt<br>Robert W. Grier<br>David R. Hancock  | President, Director<br>VP<br>Treasurer, Director<br>Corporate Secretary<br>Assistant Treasurer<br>Assistant Corporate             |
| -----                          |  | -----   |
| AGL Networks, LLC              | Paula G. Rosput<br>R. Eric Martinez<br>Gordon Stark<br>William Peeples<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta         | President, Executiv<br>SVP<br>SVP<br>VP<br>Treasurer<br>Corporate Secretary<br>Executive Committee<br>Executive Committee         |
| -----                          |  | -----   |
| Sequent, LLC                   | Richard J. Duszynski<br>Kenneth J. Stockel<br>Claude Straub<br>Dana A. Grams<br>George B.Grey<br>Todd Sattler<br>William H. Novak                                | President & CEO<br>VP and Corporate Se<br>SVP<br>VP<br>VP<br>VP<br>VP   |

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|                               |   |  |
|-------------------------------|---|--|
| Sequent Energy Marketing, LP  | Richard J. Duszynski<br>Kenneth J. Stockel<br>Claude Straub<br>Dana A. Grams<br>George B.Grey<br>Todd Sattler<br>William H. Novak | President & CEO<br>VP and Corporate Se<br>SVP<br>VP<br>VP<br>VP<br>VP  |
| Sequent Energy Management, LP | Richard J. Duszynski<br>Kenneth J. Stockel<br>Claude Straub<br>Dana A. Grams<br>George B.Grey<br>Todd Sattler<br>William H. Novak | President & CEO<br>VP and Corporate Se<br>SVP<br>VP<br>VP<br>VP<br>VP  |
| Sequent Holdings, LLC         | Richard J. Duszynski<br>Kenneth J. Stockel<br>Claude Straub<br>Dana A. Grams<br>George B.Grey<br>Todd Sattler<br>William H. Novak | President & CEO<br>VP and Corporate Se<br>SVP<br>VP<br>VP<br>VP<br>VP  |
| Southeastern LNG, Inc.        | Richard J. Duszynski<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta                            | President, Director<br>Treasurer<br>Corporate Secretary<br>Director<br>Director  |
| Sequent Energy, LP            | Richard J. Duszynski<br>Kenneth J. Stockel<br>Claude Straub<br>Dana A. Grams<br>George B.Grey<br>Todd Sattler<br>William H. Novak | President & CEO<br>VP and Corporate Se<br>SVP<br>VP<br>VP<br>VP<br>VP  |
| Georgia Gas Company           | Paula G. Rosput<br>Thomas L.Gleason<br>Melanie M. Platt<br>Paul R. Shlanta  | President, Director<br>Treasurer<br>Corporate Secretary<br>Director  |
| Peachtree Pipeline Company    | Paula G. Rosput<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta                                 | President, Director<br>Treasurer<br>Corporate Secretary<br>Director<br>Director  |
| AGL Propane Services, Inc.    | Paul R. Shlanta<br>Melanie M. Platt<br>Gwen Martini<br><br>Linda Bubacz<br>Joan Dobrzynski  | President, Director<br>VP & Corporate Secr<br>Assistant Corporat<br>Treasurer, Director<br>Assistant Treasurer<br>Director |
| U.S. Propane, LP              |   |  |

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|                                |   |  |
|--------------------------------|---|--|
| AGL Energy Corporation         | Paul R. Shlanta<br>Melanie M. Platt<br>Gwen Martini<br><br>Lisa M. Oakes<br>Francis B. Jacobs, II                     | President, Director<br>VP & Corporate Sec<br>Treasurer, Ass't C<br>Director<br>Assistant Treasur<br>Director |
| U.S. Propane, LLC              |   |  |
| Retired Main, LLC              | Paula G. Rosput<br>R. Eric Martinez<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta | President, Director<br>VP<br>Treasurer<br>Corporate Secretary<br>Director<br>Director                        |
| AGL Consumer Services, Inc.    | Paula G. Rosput<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta                     | President, Director<br>Treasurer<br>Corporate Secretary<br>Director<br>Director                              |
| Trustees Investments, Inc.     | Paula G. Rosput<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta                     | President, Director<br>Treasurer<br>Corporate Secretary<br>Director<br>Director                              |
| Customer Care Services, Inc.   | Paula G. Rosput<br>Elizabeth J. White<br>Melanie M. Platt<br>Thomas L. Gleason<br>Paul R. Shlanta                     | President, Director<br>VP & Controller<br>Corporate Secretary<br>VP & Treasurer<br>Director                  |
| Utilipro International, Inc.   | Paul R. Shlanta<br>Melanie M. Platt<br>Elizabeth J. White<br>Paul R. Shlanta  | President, Director<br>Corporate Secretary<br>Treasurer<br>Director  |
| Utilipro Canada Company        | Paul R. Shlanta<br>Melanie M. Platt   | President, Director<br>Corporate Secretary   |
| AGL Energy Wise Services, Inc. | Paula G. Rosput<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta                     | President, Director<br>Treasurer<br>Corporate Secretary<br>Director<br>Director                              |
| Pivotal Energy Services, Inc.  | Richard Duszynski<br>Todd Sattler<br>Harry M Collins  | President, Director<br>VP<br>VP & General Counse<br>Corporate Secretary                                      |
| Georgia Energy Company         | Paula G. Rosput<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien  | President, Director<br>Treasurer<br>Corporate Secretary<br>Director  |

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|   |   |   |
|---|---|---|
|   | Paul R. Shlanta   | Director  |
| AGL Capital Corporation                       | Paul R. Shlanta<br>Thomas L. Gleason<br>Gwen Martini<br>Melanie M. Platt<br>Robert W. Grier<br>David R. Hancock | President, Director<br>VP<br>Treasurer, Director<br>Corporate Secretary<br>Assistant Treasurer<br>Assistant Corporate |
| AGL Interstate Pipeline Company               | Paula G. Rosput<br>Thomas L. Gleason<br>Melanie M. Platt<br>Richard T. O'Brien<br>Paul R. Shlanta               | President, Director<br>Treasurer<br>Corporate Secretary<br>Director<br>Director                                       |
| Global Energy Resources Insurance Corporation | Paul R. Shlanta<br>Richard T. O'Brien<br>Paul Wagner<br>Codan Managements<br>USA Offshore<br>A. G. Eldridge     | President, Director<br>SVP and CFO, Director<br>VP<br>Corporate Secretary<br>Assistant Corporate<br>Director          |

Item 7 - CONTRIBUTIONS AND PUBLIC RELATIONS

- (a) Payments to any political party, candidate for public office or holder of such office, or any committee or agent therefor. AGL Resources Inc. made nine (9) payments totaling approximately \$6,000 for sponsorship of various conferences and dinners.
- (b) Payments to any citizens group or public relations counsel. AGL Resources Inc. made one (1) payment totaling \$5,000 to the Wildlife Conservancy Fund for sponsorship of the Weekend for Wildlife excursion.

Item 8 - SERVICE, SALES AND CONSTRUCTION CONTRACTS

| Transaction                | Serving Company                                       | Receiving Company | Compensation  |
|----------------------------|---|-------------------|---|
| Gas Supply Services        | Sequent   | AGSC              | Submitted pursuant to Request for Confidential Treatment. |
| Asset Management Agreement | Sequent (formerly known as AGL Energy Services, Inc.) | AGLC              | Submitted pursuant to Request for Confidential Treatment. |

Item 9 - WHOLESALE GENERATORS AND FOREIGN UTILITY COMPANIES

Not applicable.

Item 10 - FINANCIAL STATEMENTS AND EXHIBITS

- A.1 AGL Resources Annual Report to Shareholders for the fiscal year ended September 30, 2001 is provided as Exhibit A.1 under Form SE.



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- A.2 AGL Resources Annual Report on Form 10-K for the fiscal year ended September 30, 2001 is provided as Exhibit A.2 under Form SE.
- A.3 AGL Resources Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 for the fiscal year ended September 30, 2001 is provided as Exhibit A.3 under Form SE.
- B Exhibit B omitted by permission of the staff.
- C.1 Indenture dated as of May 21, 2001 by and among AGL Capital Corporation, AGL Resources and The Bank of New York, as trustee (Exhibit 4.2 to the AGL Resources Registration Statement on Form S-3, SEC File No. 333-60248).
- C.2 Indenture dated February 20, 2001 by and among AGL Capital Corporation, AGL Resources and The Bank of New York, as trustee (Exhibit 4.2 to the AGL Resources Registration Statement on Form S-3, SEC File No. 333-53020).
- C.3 Indenture dated June 11, 1997 by and between AGL Resources and The Bank of New York, as trustee (Exhibit 4.1 to the AGL Resources Registration Statement on Form S-4, SEC File No. 333-34483).
- C.4 Indenture, dated as of December 1, 1989, between AGLC and Bankers Trust Company, as Trustee (Exhibit 4(a), AGLC Registration Statement on Form S-3, SEC File No. 33-32274).
- D Tax Allocation Agreement (Exhibit M-1 to the AGL Resources Form U-1/A filed with the SEC on July 31, 2000).
- E.1 AGLC Annual Report on FERC Form 2 for the fiscal year ended September 30, 2000, as filed with the Georgia Public Service Commission on March 30, 2001, is provided as Exhibit E.1 under Form SE. AGLC Annual Report on FERC Form 2 for the fiscal year ended September 30, 2001, will be filed by amendment to this Form U5S upon completion and filing with the Georgia Public Service Commission.
- E.2 VNG Annual Report on FERC Form 2 for the fiscal year ended September 30, 2000, as filed with the Virginia State Corporation Commission on May 1, 2001, is provided as Exhibit E.2 under Form SE. VNG Annual Report on FERC Form 2 for the fiscal year ended September 30, 2001, will be filed by amendment to this Form U5S upon completion and filing with the Virginia State Corporation Commission.
- E.3 Annual Report of CGC for the fiscal year ended September 30, 2000, as filed with the Tennessee Regulatory Authority on April 2, 2001, is provided as Exhibit E.3 under Form SE. CGC Annual Report for the fiscal year ended September 30, 2001, will be filed by amendment to this Form U5S upon completion and filing with the Tennessee Regulatory Authority.
- E.4 Chart of Accounts for AGL Resources system companies, as of September 30, 2001, pursuant to Rule 26.
- F.1 AGL Resources and Subsidiaries Consolidating Balance Sheet as of September 30, 2001. Submitted pursuant to Request for Confidential Treatment.
- F.2 AGL Resources and Subsidiaries Utility Plant Balances as of September 30, 2001. Submitted pursuant to Request for Confidential Treatment.
- F.3 AGL Resources and Subsidiaries Consolidating Statements of Income for the fiscal year ended September 30, 2001. Submitted pursuant to Request for

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Confidential Treatment.

- F.4 AGL Resources and Subsidiaries Consolidating Statement of Retained Earnings for the fiscal year ended September 30, 2001. Submitted pursuant to Request for Confidential Treatment.
- F.5 AGL Resources and Subsidiaries Consolidating Statement of Cash Flows for the fiscal year ended September 30, 2001. Submitted pursuant to Request for Confidential Treatment.
- F.6 Independent Auditors' Consent.
- G Financial data schedule is no longer required.
- H Not applicable.
- I Not applicable.

### SIGNATURE

Each undersigned system company has duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935. The signature of each undersigned company shall be deemed to relate only to matters having reference to such company or its subsidiaries.

By: /s/ Richard T. O'Brien  
Richard T. O'Brien  
AGL Resources Inc.  
Executive Vice President and  
Chief Financial Officer  
(Signature and printed name  
and title of signing officer)

Date: February 12, 2002