

AGL RESOURCES INC  
Form FWP  
December 11, 2007

Free Writing Prospectus

Filed Pursuant to Rule 433

Registration Nos. 333-145606

and 333-145606-02

December 11, 2007

**AGL CAPITAL CORPORATION/AGL RESOURCES INC.**

**Pricing Term Sheet for Reopening of 2016 Notes**

Issuer:	AGL Capital Corporation
Guarantor:	AGL Resources Inc.
Ratings:	Baa1/BBB+/A-
Security Type:	Senior Notes
Size:	\$125,000,000
Maturity:	July 15, 2016
Coupon:	6.375%
Price to Public:	99.251% of principal amount, plus accrued interest from July 15, 2007 to the date of delivery
Benchmark Treasury:	UST 4.25% due November 15, 2017
Benchmark Treasury Yield:	4.089%
Spread to Benchmark Treasury:	+240 bps
Yield to Maturity:	6.489%
Trade Date:	December 11, 2007
Interest Payment Dates:	January 15 and July 15, commencing January 15, 2008
Make Whole Redemption:	T+ 20 bps
Settlement:	December 14, 2007 (T+3)

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CUSIP/ISIN: 001192AF0 / US001192AF09  
 Book-Running Managers: Goldman, Sachs & Co.  
 SunTrust Robinson Humphrey, Inc.  
 Wachovia Capital Markets, LLC  
 Co-Managers: Banc of America Securities LLC  
 BNY Capital Markets, Inc.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Goldman, Sachs & Co., toll-free at 1-866-471-2526, SunTrust Robinson Humphrey, Inc., toll free at 1-800-685-4786 or Wachovia Capital Markets, LLC, toll free at 1-800-326-5897.

Any disclaimer or other notice that may appear below is not applicable to this communication and should be disregarded. Such disclaimer or notice was automatically generated as a result of this communication being sent by Bloomberg or another email system.

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

er-left-width: 1; border-right-width: 1; border-bottom-width: 1"> Option (right To buy) \$ 3.0604/29/2011 M<sup>(2)</sup>  
 10,00005/02/2009<sup>(1)</sup>05/01/2018 Common Stock 10,000 \$ 0 126,666 D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHWARTZ JEFFREY A C/O U.S. AUTO PARTS NETWORK, INC. 17150 SOUTH MARGAY AVENUE CARSON, CA 90746	X			

## Signatures

/s/ Jeffrey Schwartz 05/02/2011

\*\*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) One-hundred percent (100%) of the option shares vested and became exercisable upon the first anniversary of the date of grant.
- (2) Options for the underlying shares were exercised and the shares sold subject to a 10b5-1 plan established November 29, 2010.

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.