

SECURITIES AND EXCHANGE COMMISSION

FORM 4/A

Statement of changes in beneficial ownership of securities [amend]

Filing Date: **2013-01-09** | Period of Report: **2013-01-02**
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REPORTING OWNER

AGEE NANCY H

CIK: **1314626**

Type: **4/A** | Act: **34** | File No.: **000-26591** | Film No.: **13520798**

Mailing Address
*PO BOX 13727
ROANOKE VA 24036*

ISSUER

RGC RESOURCES INC

CIK: **1069533** | IRS No.: **541909697** | State of Incorpor.: **VA** | Fiscal Year End: **1231**
SIC: **4923** Natural gas transmissison & distribution

Mailing Address
*519 KIMBALL AVENUE N.E.
ROANOKE VA 24016*

Business Address
*519 KIMBALLAVENUE N.E.
ROANOKE VA 24016
5407774427*

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person AGEE NANCY H			2. Issuer Name and Ticker or Trading Symbol RGC RESOURCES INC [RGCO]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/02/2013			
PO BOX 13727						
(Street) ROANOKE, VA 24036			4. If Amendment, Date Original Filed(Month/Day/Year) 01/04/2013		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
(City)	(State)	(Zip)				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	01/02/2013		<u>A</u> ⁽¹⁾		71.762	A \$18.58	7,563.459 ⁽²⁾	D	
Common Stock	01/02/2013		<u>L</u> ⁽³⁾		26.924	A \$18.5706	504.849 ⁽⁴⁾	I	Spouse

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- Shares purchased pursuant to the Restricted Stock Plan for Outside Directors of RGC Resources, Inc.
- 7,563.459 shares owned directly by insider 477.925 shares owned indirectly by spouse

3. Purchases made with optional cash contributions pursuant to the RGC Resources, Inc. Dividend Reinvestment and Stock Purchase Plan.
4. 504.849 shares owned indirectly by spouse 7,563.459 shares owned directly by insider

Signatures

Nancy H. Agee by Howard T. Lyon, POA dated 01/14/05

** Signature of Reporting Person

01/09/2013

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.