FORM 8-K

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): November 1, 2012

AGL RESOURCES INC.

(Exact name of registrant as specified in its charter)

Georgia	**1-14174**	**58-2210952**
(State or other jurisdiction of incorporation)	(Commission File No.)	(I.R.S. Employer Identification No.)

Ten Peachtree Place NE Atlanta, Georgia 30309
(Address and zip code of principal executive offices)

404-584-4000
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition

On November 1, 2012, AGL Resources Inc. issued a press release announcing its financial results for the three and nine months ended September 30, 2012. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Item 7.01 Regulation FD Disclosure

AGL Resources Inc. will host a conference call and live internet webcast on November 1, 2012 at 9:00 a.m. ET. A copy of the third quarter 2012 earnings presentation that will be used during the conference call and webcast is attached hereto as Exhibit 99.2 and incorporated by reference herein.

The information contained in this Item 7.01, as well as the Exhibit 99.2 referenced herein, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, unless AGL Resources Inc. expressly so incorporates such information by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.	Description
99.1	Press release, dated November 1, 2012, announcing financial results for the three and nine months ended September 30, 2012.
99.2	Third quarter 2012 earnings presentation, dated November 1, 2012.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AGL RESOURCES INC.
(Registrant)

Date: November 1, 2012

/s/ Andrew W. Evans
Executive Vice President and Chief Financial Officer

Exhibit Index

Exhibit No.	Description
99.1	Press release, dated November 1, 2012, announcing financial results for the three and nine months ended September 30, 2012.
99.2	Third quarter 2012 earnings presentation, dated November 1, 2012.

NEWS RELEASE

AGL Resources Reports Third Quarter 2012 Earnings

- **Diluted GAAP earnings per share (EPS) of $0.08 versus loss per share of $(0.04) in third quarter 2011**
- **Excluding Nicor merger-related expenses, adjusted diluted non-GAAP EPS of $0.09 for third quarter 2012 compared to $0.02 for third quarter 2011**
- **First nine-months 2012 diluted EPS of $1.48 (GAAP)/$1.56 (non-GAAP), compared to diluted EPS of $1.78 (GAAP)/ $1.99 (non-GAAP) for same period 2011**
- **Storage hedge losses related to rising natural gas prices result in $0.08 negative 3Q12 earnings impact; earnings expected to be realized in future periods when natural gas inventory is withdrawn from storage**
- **2012 financial results include Nicor's operations as the merger closed in December 2011**

ATLANTA, November 1, 2012 -- AGL Resources Inc. (NYSE: GAS) today reported third quarter 2012 net income of $9 million, or $0.08 per basic and diluted share, compared to a net loss of $3 million, or $(0.04) per basic and diluted share, reported for the same period last year. Excluding merger-related expenses of $0.01 per share in 2012 and $0.06 per share in 2011, adjusted EPS was $0.09 for the third quarter of 2012 and $0.02 per diluted share for the third quarter of 2011. On a GAAP basis, the primary year-over-year driver of 2012 earnings is the addition of Nicor's businesses, whose results are not reflected in 2011 comparisons.

Year-to-date through September 30, 2012, net income was $173 million, or $1.48 per basic and diluted share, compared to net income of $139 million, or $1.79 per basic share and $1.78 per diluted share for the same period in 2011. Excluding merger-related expenses, adjusted EPS year-to-date through September 30, 2012 was $1.56 per diluted share compared to $1.99 per diluted share for the same period last year. Year-to-date EPS was negatively impacted by $0.13 due to warmer than normal weather experienced in 2012, as well as third quarter 2012 losses of $0.08 associated with movement in hedges of storage and transportation positions.

"While market fundamentals including warmer than normal weather and increased pension expense have created a challenging operating environment for us this year, we have managed to effectively control costs across each of our business units and maintain a robust level of infrastructure investment at our regulated utilities. Our wholesale services segment has created nearly $60 million in economic value since this time last year and we expect to realize that value over the coming quarters," said John W. Somerhalder II, chairman, president and chief executive officer of AGL Resources. "To date our integration efforts related to the Nicor transaction have been very successful, and we have delivered on efficiencies across the entire organization. We will continue to pursue initiatives that help to offset the fundamentals impacting many of our businesses."

2012 OPERATING SEGMENT RESULTS

Distribution Operations

The distribution operations segment, which consists of our seven utilities, contributed EBIT of $80 million for the third quarter of 2012, an increase of $10 million compared to EBIT of $70 million for the same period in 2011. The increase was primarily the result of a $15 million contribution from the addition of Nicor Gas.

Year-to-date through September 30, 2012, the distribution operations segment contributed EBIT of $374 million, an increase of $89 million compared to EBIT of $285 million for the same period in 2011. The increase was primarily the result of an $86 million contribution from the addition of Nicor Gas. The previously described warmer than normal weather experienced in the first half of 2012 negatively affected EBIT in the Distribution Operations segment by $16 million.

Retail Operations

The retail operations segment, which consists of SouthStar Energy Services and several Nicor retail businesses that provide energy-related products and services, contributed EBIT of $5 million for the third quarter of 2012, an increase of $10 million compared to an EBIT loss of $5 million for the same period in 2011. The increase was primarily a result of the addition of Nicor's retail businesses and increased margins resulting from reduced transportation and gas costs and lower bad debt expense at SouthStar.

Year-to-date through September 30, 2012, the retail operations segment contributed EBIT of $79 million, an increase of $15 million compared to EBIT of $64 million for the same period in 2011. The increase year-over-year is due primarily to the addition of Nicor's retail businesses, as well as increased margins from reduced transportation and gas costs and higher commercial asset optimization at SouthStar. These improvements were partially offset by a $9 million year-over-year EBIT decline resulting from the significantly warmer weather experienced during 2012 as compared to the prior-year period.

Wholesale Services

The wholesale services segment, consisting primarily of Sequent Energy Management, reported an EBIT loss of $23 million in the third quarter of 2012, compared to an EBIT loss of $37 million for the same period in 2011. Commercial activity increased $38 million compared to the third quarter of the prior year, in part driven by the absence of losses associated with pipeline constraints in the Marcellus shale region recorded in the third quarter of 2011, as well as the absence of credit losses associated with a customer that filed for bankruptcy during the third quarter of 2011. As a result of rising gas prices, Sequent recorded storage hedge losses of $15 million during the third quarter of 2012, compared to storage hedge gains of $14 million in the third quarter of 2011. Hedge gains and losses are affected primarily by changes in the price of natural gas and by changes in transportation basis spreads in the period.

Year-to-date through September 30, 2012, the wholesale services segment reported an EBIT loss of $13 million, compared to a loss of $9 million for the same period in 2011. The year-to-date results were primarily due to changes in the value of hedges of storage and transportation positions, partially offset by an increase in commercial activity.

As the price of natural gas increased during the third quarter, Sequent recorded hedge losses on its portfolio of storage assets, adding an equivalent value to the storage-related rollout value locked-in at September 30, 2012. Further, higher seasonal price differentials (summer 2012 to winter 2012 – 2013) during the third quarter 2012 provided additional opportunities for Sequent to improve its storage positions. Sequent's storage rollout schedule as of September 30, 2012 was $65 million on 58 billion cubic feet (Bcf) of natural gas inventory. This compares to $6 million at the same point last year. The rollout value is expected to be recognized as operating revenues in 2012 and 2013 when projected withdrawals occur. This withdrawal schedule can change in response to changes in market conditions, including changes in forward NYMEX natural gas prices, and this value is expected to be partially offset by lower operating revenues from Sequent's forward transportation portfolio as compared to last year.

Midstream Operations

The midstream operations segment, consisting primarily of our natural gas storage facilities including Jefferson Island Storage and Hub, Golden Triangle Storage and Central Valley Gas Storage, as well as Magnolia pipeline, contributed EBIT of $1 million in the third quarter of 2012, compared to $2 million for the same period in 2011.

Year-to-date through September 30, 2012, the midstream operations segment EBIT of $6 million was consistent with the same period in 2011.

Cargo Shipping

Our cargo shipping segment consists primarily of Tropical Shipping, a containerized cargo shipping company serving the Bahamas and Caribbean regions, and Seven Seas, a domestic cargo insurance company. This segment reported an EBIT loss of $1 million in the third quarter of 2012, and year-to-date through September 30, 2012.

INTEREST EXPENSE AND INCOME TAXES

Interest expense for the third quarter of 2012 was $45 million, an increase of $14 million from the third quarter of 2011. The increase resulted from higher average debt outstanding, primarily the result of the additional long-term debt issued during 2011 in connection with the Nicor merger and the additional debt assumed following the closing of the merger transaction. Interest expense year-to-date 2012 was $137 million, an increase of $45 million compared to the prior year due to the same factors that influenced the third quarter.

Income taxes for the third quarter of 2012 were $6 million, an $8 million increase compared to the third quarter of 2011. Year-to-date income taxes through September 30, 2012 were $106 million, $21 million higher than the same period in 2011. The increase for both periods was due to higher consolidated earnings for 2012 relative to the prior year due to the addition of Nicor's businesses.

2012 EARNINGS OUTLOOK

AGL Resources provides earnings per share guidance estimates based on normal weather, among other assumptions. The historically warm weather experienced during the first half of 2012 and hedge gains and losses through the first nine months of 2012 have been factored into our guidance range, which we have revised to be in the range of $2.60 to $2.75 per diluted share. However, fourth quarter 2012 weather and changes in the value of our storage and transportation portfolios could impact this guidance range.

Unanticipated changes in these events or other circumstances could materially impact earnings, and could result in earnings for 2012 significantly above or below this outlook. Factors that could cause such changes are described below in Forward-Looking Statements and in other company documents on file with the Securities and Exchange Commission.

EARNINGS CONFERENCE CALL/WEBCAST

AGL Resources will hold a conference call to discuss its third quarter 2012 results on November 1 at 9 a.m. Eastern Daylight Savings Time. The conference call will be webcast, and can be accessed via the Investor Relations section of the company's Web site (www.aglresources.com), or by dialing 866.383.8009 if calling from the U.S., or 617.597.5342 if dialing from outside the U.S. (Passcode: 87750312). A replay of the conference call will be available by dialing 888.286.8010 in the United States or 617.801.6888 outside the U.S. (Passcode: 54228177). A replay of the call also will be available on the Investor Relations section of the company's Web site for seven days following the call.

About AGL Resources

AGL Resources (NYSE: GAS) is an Atlanta-based energy services holding company with operations in natural gas distribution, retail operations, wholesale services, midstream operations and cargo shipping. As the nation's largest natural gas-only distributor based on customer count, AGL Resources serves approximately 4.5 million utility customers through its regulated distribution subsidiaries in seven states. The company also serves more than one million retail customers through its SouthStar Energy Services joint venture and Nicor National, which market natural gas and related home services. Other non-utility businesses include asset management for natural gas wholesale customers through Sequent Energy Management, ownership and operation of natural gas storage facilities, and ownership of Tropical Shipping, one of the largest containerized cargo carriers serving the Bahamas and Caribbean regions. AGL Resources is a member of the S&P 500 Index. For more information, visit www.aglresources.com.

Forward-Looking Statements

Certain expectations and projections regarding our future performance referenced in this press release, in other reports or statements we file with the SEC or otherwise release to the public, and on our website, are forward-looking statements. Senior officers and other employees may also make verbal statements to analysts, investors, regulators, the media and others that are forward-looking. Forward-looking statements involve matters that are not historical facts, such as statements regarding our future operations, prospects, strategies, financial condition, economic performance (including growth and earnings), industry conditions and demand for our products and services. Because these statements involve anticipated events or conditions, forward-looking statements often include words such as "anticipate," "assume," "believe," "can," "could," "estimate," "expect," "forecast," "future," "goal," "indicate," "intend," "may," "outlook," "plan," "potential," "predict," "project," "seek," "should," "target," "would," or similar expressions. Forward-looking statements contained in this press release include, without limitation, the quote from John W. Somerhalder II, when we expect to realize the economic value created by our storage-related business, our projected storage withdrawal schedule and our 2012 earnings outlook and related expectations and assumptions.

Such events, risks and uncertainties include, but are not limited to, changes in price, supply and demand for natural gas and related products; the impact of changes in state and federal legislation and regulation including changes related to climate change; actions taken by government agencies on rates and other matters; concentration of credit risk; utility and energy industry consolidation; the impact on cost and timeliness of construction projects by government and other approvals, development project delays, adequacy of supply of diversified vendors, unexpected change in project costs, including the cost of funds to finance these projects; the impact of acquisitions and divestitures, including the Nicor merger; the limits on natural gas pipeline capacity; direct or indirect effects on our business, financial condition or liquidity resulting from a change in our credit ratings or the credit ratings of our counterparties or competitors; interest rate fluctuations; financial market conditions, including disruptions in the capital markets and lending environment and the current economic uncertainty; general economic conditions; uncertainties about environmental issues and the related impact of such issues; the impact of changes in weather, including climate change, on the temperature-sensitive portions of our business; the impact of natural disasters such as hurricanes on the supply and price of natural gas; the outcome of litigation; acts of war or terrorism; and other factors which are provided in detail in our filings with the Securities and Exchange Commission, which we incorporate by reference in this press release. Forward-looking statements are only as of the date they are made, and we do not undertake to update these statements to reflect subsequent changes.

Supplemental Information

Company management evaluates segment financial performance based on operating margin and earnings before interest and taxes (EBIT), which include the effects of corporate expense allocations. EBIT is a non-GAAP (accounting principles generally accepted in the United States of America) financial measure that includes operating income and other income and expenses. Items that are not included in EBIT are income taxes and financing costs, including debt and interest expense, each of which the company evaluates on a consolidated basis. The company believes EBIT is a useful measurement of its performance because it provides information that can be used to evaluate the effectiveness of its businesses from an operational perspective, exclusive of the costs to finance those activities and exclusive of income taxes, neither of which is directly relevant to the efficiency of those operations.

Operating margin is a non-GAAP measure calculated as operating revenues minus cost of goods sold and revenue taxes, excluding operation and maintenance expense, depreciation and amortization, certain taxes other than income taxes, Nicor merger expenses and gains or losses on the sale of assets, if any. These items are included in the company's calculation of operating income. The company believes operating margin is a better indicator than operating revenues of the contribution resulting from customer growth, since cost of gas and revenue taxes are generally passed directly through to customers.

In addition, in this press release AGL Resources has presented a non-GAAP measure of adjusted earnings per share (EPS), which excludes expenses incurred with respect to the Nicor merger. As the company does not routinely engage in transactions of the magnitude of the Nicor merger, and consequently does not regularly incur transaction and integration-related expenses of correlative size, the company believes presenting EPS excluding Nicor merger-related expenses provides investors with an additional measure of AGL Resources' core operating performance. AGL Resources also expects to record certain merger-related expenses in 2012 and will exclude nonrecurring integration–related expenses from its 2012 adjusted results. Examples of such expenses related to the merger and integration are: employee severance, relocation, consulting services, temporary labor and certain travel costs. We also discuss the impact to diluted EPS due to warmer-than-normal weather in the nine months ended September 30, 2012.

EBIT, operating margin and adjusted EPS should not be considered as alternatives to, or more meaningful indicators of, the company's operating performance than operating income, net income attributable to AGL Resources Inc. or EPS as determined in accordance with GAAP. In addition, the company's EBIT, operating margin and adjusted EPS may not be comparable to similarly titled measures of another company.

Reconciliation of non-GAAP financial measures referenced in this press release and otherwise in the earnings conference call and webcast is attached to this press release and is available on the company's Web site at http://www.aglresources.com/ under the Investor Relations section.

AGL Resources Inc.
Condensed Consolidated Statements of Income
(Unaudited)

In millions, except per share amounts	**Three Months Ended September 30, 2012**	**2011**	**Fav / (Unfav)**	**Nine Months Ended September 30, 2012**	**2011**	**Fav / (Unfav)**
Operating revenues (include revenue taxes of $8 million and $63 million for the three and nine months in 2012).	$ 614	$ 295	$ 319	$ 2,704	$ 1,548	$ 1,156
Operating expenses						
Cost of goods sold	215	112	(103)	1,174	701	(473)
Operation and maintenance	212	103	(109)	675	351	(324)
Depreciation and amortization	104	43	(61)	310	126	(184)
Nicor merger expenses (1)	2	2	–	15	12	(3)
Taxes other than income taxes	27	11	(16)	123	36	(87)
Total operating expenses	**560**	**271**	**(289)**	**2,297**	**1,226**	**(1,071)**
Operating income	**54**	**24**	**30**	**407**	**322**	**85**
Other income	6	1	5	19	4	15
Earnings before interest and taxes	**60**	**25**	**35**	**426**	**326**	**100**
Interest expense, net	45	31	(14)	137	92	(45)
Earnings (loss) before income taxes	**15**	**(6)**	**21**	**289**	**234**	**55**
Income tax expense (benefit)	6	(2)	(8)	106	85	(21)
Net income (loss)	**9**	**(4)**	**13**	**183**	**149**	**34**
Less net income (loss) attributable to the noncontrolling interest	0	(1)	(1)	10	10	–
Net income (loss) attributable to AGL Resources Inc.	**$ 9**	**$ (3)**	**$ 12**	**$ 173**	**$ 139**	**$ 34**
Earnings (loss) per common share						
Basic	$ 0.08	$ (0.04)	$ 0.12	$ 1.48	$ 1.79	$ (0.31)
Diluted	$ 0.08	$ (0.04)	$ 0.12	$ 1.48	$ 1.78	$ (0.30)
Weighted average shares outstanding						
Basic	117.1	78.1	(39.0)	116.9	77.9	(39.0)
Diluted	117.5	78.1	(39.4)	117.3	78.4	(38.9)

(1) Nicor merger expenses shown are related to O&M expense. Adjusted earnings per share reflecting merger costs for 2011 periods also include incremental debt issuance costs and interest expense related to financing the cash portion of the purchase consideration in advance of the merger closing date. For a more detailed explanation of merger costs, please refer to Note 3 of the AGL Resources Form 10-Q as filed on 11/1/12.

AGL Resources Inc.
EBIT Schedule
(Unaudited)

In millions, except per share amounts	Three Months Ended September 30, 2012	2011	Fav / (Unfav)	Nine Months Ended September 30, 2012	2011	Fav / (Unfav)
Distributions operations	$ 80	$ 70	$ 10	$ 374	$ 285	$ 89
Retail operations	5	(5)	10	79	64	15
Wholesale services	(23)	(37)	14	(13)	(9)	(4)
Midstream operations	1	2	(1)	6	6	0
Cargo shipping	(1)	0	(1)	(1)	0	(1)
Corporate/other	(2)	(5)	3	(19)	(20)	1
Consolidated EBIT	**60**	**25**	**35**	**426**	**326**	**100**
Interest expenses, net	45	31	(14)	137	92	(45)
Income tax expense (benefit)	6	(2)	(8)	106	85	(21)
Net income (loss)	**9**	**(4)**	**13**	**183**	**149**	**34**
Less net income (loss) attributable to the noncontrolling interest	–	(1)	(1)	10	10	0
Net income (loss) attributable to AGL Resources Inc.	**$ 9**	**$ (3)**	$ 12	**$ 173**	**$ 139**	**$ 34**
Earnings (loss) per common share						
Basic	$ 0.08	$ (0.04)	$ 0.12	$ 1.48	$ 1.79	$ (0.31)
Diluted	$ 0.08	$ (0.04)	$ 0.12	$ 1.48	$ 1.78	$ (0.30)

AGL Resources Inc.
Reconciliation of Operating Margin to Operating Revenues
(Unaudited)

In millions	Three Months Ended September 30, 2012	2011	Fav / (Unfav)	Nine Months Ended September 30, 2012	2011	Fav / (Unfav)
Operating revenues	$ 614	$ 295	$ 319	$ 2,704	$ 1,548	$ 1,156
Cost of goods sold	(215)	(112)	(103)	(1,174)	(701)	(473)
Revenue tax expense	(8)	0	(8)	(62)	0	(62)
Operating margin	**$ 391**	**$ 183**	**$ 208**	**$ 1,468**	**$ 847**	**$ 621**

AGL Resources Inc.
Reconciliation of Earnings per Share to Adjusted Earnings per Share
(Unaudited)

	Three Months Ended September 30, 2012	2011	Nine Months Ended September 30, 2012	2011
Basic earnings (loss) per share - as reported	$ 0.08	$ (0.04)	$ 1.48	$ 1.79
Transaction costs of Nicor merger (per share)	0.01	0.06	0.08	0.21
Basic earnings per share - as adjusted	**$ 0.09**	**$ 0.02**	**$ 1.56**	**$ 2.00**

	Three Months Ended September 30, 2012	2011	Nine Months Ended September 30, 2012	2011
Diluted earnings (loss) per share - as reported	$ 0.08	$ (0.04)	$ 1.48	$ 1.78
Transaction costs of Nicor merger (per share)	0.01	0.06	0.08	0.21

Diluted earnings per share - as adjusted	**$**	**0.09**	**$**	**0.02**	**$**	**1.56**	**$**	**1.99**

Third Quarter 2012 Earnings Presentation

November 1, 2012

AGL Resources®

Forward-Looking Statements & Supplemental Information

Forward-Looking Statements

Certain expectations and projections regarding our future performance referenced in this presentation, in other reports or statements we file with the SEC or otherwise release to the public, and on our website, are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Senior officers and other employees may also make verbal statements to analysts, investors, regulators, the media and others that are forward-looking. Forward-looking statements involve matters that are not historical facts, such as statements regarding our future operations, prospects, strategies, financial condition, economic performance (including growth and earnings), industry conditions and demand for our products and services. Because these statements involve anticipated events or conditions, forward-looking statements often include words such as "anticipate," "assume," "believe," "can," "could," "estimate," "expect," "forecast," "future," "goal," "indicate," "intend," "may," "outlook," "plan," "potential," "predict," "project," "seek," "should," "target," "would," or similar expressions. Forward-looking statements contained in this presentation include, without limitation, statements regarding our anticipated capital expenditures, the timing and approval of our proposed infrastructure program, when we expect to realize the economic value created by our Wholesale Services business, our projected storage withdrawal schedule, the expected impact of forward NYMEX prices on our Wholesale Services' operating revenues, our expectations regarding the maintenance and use of our Golden Triangle Storage facilities, our earnings guidance and the positive trends we anticipate through the remainder of the year and our priorities for 2012. Our expectations are not guarantees and are based on currently available competitive, financial and economic data along with our operating plans. While we believe our expectations are reasonable in view of the currently available information, our expectations are subject to future events, risks and uncertainties, and there are several factors - many beyond our control - that could cause results to differ significantly from our expectations.

Such events, risks and uncertainties include, but are not limited to, changes in price, supply and demand for natural gas and related products; the impact of changes in state and federal legislation and regulation including changes related to climate change; actions taken by government agencies on rates and other matters; concentration of credit risk; utility and energy industry consolidation; the impact on cost and timeliness of construction projects by government and other approvals, development project delays, adequacy of supply of diversified vendors, unexpected change in project costs, including the cost of funds to finance these projects; the impact of acquisitions and divestitures including the Nicor merger; limits on natural gas pipeline capacity; direct or indirect effects on our business, financial condition or liquidity resulting from a change in our credit ratings or the credit ratings of our counterparties or competitors; interest rate fluctuations; financial market conditions, including disruptions in the capital markets and lending environment and the current economic uncertainty; general economic conditions; uncertainties about environmental issues and the related impact of such issues; the impact of changes in weather, including climate change, on the temperature-sensitive portions of our business; the impact of natural disasters such as hurricanes on the supply and price of natural gas; the outcome of litigation; acts of war or terrorism; and other factors which are provided in detail in our filings with the Securities and Exchange Commission. Forward-looking statements are only as of the date they are made, and we do not undertake to update these statements to reflect subsequent changes.

Supplemental Information

Company management evaluates segment financial performance based on operating margin and earnings before interest and taxes (EBIT), which include the effects of corporate expense allocations. EBIT is a non-GAAP (accounting principles generally accepted in the United States of America) financial measure that includes operating income and other income and expenses. Items that are not included in EBIT are income taxes and financing costs, including debt and interest expense, each of which the company evaluates on a consolidated basis. The company believes EBIT is a useful measurement of its performance because it provides information that can be used to evaluate the effectiveness of its businesses from an operational perspective, exclusive of the costs to finance those activities and exclusive of income taxes, neither of which is directly relevant to the efficiency of those operations. Operating margin is a non-GAAP measure calculated as operating revenues minus cost of goods sold and revenue taxes, excluding operation and maintenance expense, depreciation and amortization, certain taxes other than income taxes and gains or losses on the sale of assets, if any. These items are included in the company's calculation of operating income. The company believes operating margin is a better indicator than operating revenues of the contribution resulting from customer growth, since cost of goods sold and revenue taxes are generally passed directly through to customers. In addition, in this presentation, the company has presented a non-GAAP measure of both its net income and its earnings per share each adjusted to exclude expenses incurred with respect to the Nicor merger. As the company does not routinely engage in transactions of the magnitude of the Nicor merger, and consequently does not regularly incur transaction related expenses with correlative size, the company believes presenting net income and EPS excluding Nicor merger expenses provides investors with an additional measure of the company's core operating performance. The company also uses a non-GAAP measure when it presents the impact of warmer than normal weather on its diluted EPS. EBIT, operating margin, net income excluding merger expenses (also referred to as adjusted net income), EPS excluding merger expenses (also referred to as adjusted EPS) and the impact of warmer than normal weather should not be considered as alternatives to, or more meaningful indicators of, the company's operating performance than operating income, net income attributable to AGL Resources Inc. or EPS as determined in accordance with GAAP. In addition, the company's EBIT, operating margin, adjusted net income and adjusted EPS may not be comparable to similarly titled measures of another company. Reconciliations of non-GAAP financial measures referenced in this presentation are available at the end of this presentation and on the company's Web site at www.aglresources.com

3Q12 Highlights

in millions, except per share amounts	3Q12	3Q11	Change[1]
Total Operating Revenues	$ 614	$ 295	108%
Operating Margin[2]	391	183	114%
Total Operating Expenses[2]	337	159	112%
Operating Income	54	24	125%
EBIT	60	25	140%
Interest Expense, net	45	31	45%
Income Tax Expense	6	(2)	nm
Net Income Attributable to AGLR	$ 9	$ (3)	nm
Adj. Net Income Attributable to AGLR[3]	$ 1	$ 5	(80)%
EPS (Diluted)	$ 0.08	$ (0.04)	nm
Adj. EPS (Diluted)[3]	$ 0.09	$ 0.02	350%

Note: Please review the AGL Resources 10-Q as filed with the SEC on 11/1/12 for detailed information. Operating Margin, EBIT, Adjusted Net Income and Adjusted EPS are non-GAAP measures. Please see the appendix to this presentation or visit the investor relations section of www.aglresources.com for a reconciliation to GAAP.

(1) Results for Nicor's businesses are not included in 3Q11 GAAP results.

(2) Adjusted for Cost of Goods Sold and revenue tax expenses for Nicor Gas which are passed directly through to customers.

(3) Adjusted net income and adjusted EPS exclude Nicor-related merger costs of approximately $1 million, net of tax, for 3Q12 and $5 million, net of tax, for 3Q11.

- **3Q12 GAAP EPS of $0.08 per diluted share**
  - Adjusted diluted EPS of $0.09, excluding approximately $1 million in after-tax costs related to Nicor merger
  - Distribution segment EBIT up 14% 3Q12 vs. 3Q11, primarily due to addition of Nicor Gas in 1Q12
  - Retail segment EBIT up $10 million vs. 3Q11, driven by the addition of Nicor's retail businesses
  - Wholesale Services 3Q12 improvement vs. 3Q11 due mainly to higher commercial activity and absence of Marcellus constraint issue
  - Midstream and cargo shipping segments remain challenged due to market fundamentals
  - **Quarter impacted by $0.08 loss related to storage hedge losses in Wholesale Services; expect to realize economic value associated with hedge positions in 4Q12 and 2013**

9-Months 2012 Highlights

in millions, except per share amounts	9-mos 2012	9-mos 2011	Change[1]
Total Operating Revenues	**$ 2,704**	**$ 1,548**	**75%**
Operating Margin[2]	**1,468**	**847**	**73%**
Total Operating Expenses[2]	**1,061**	**525**	**102%**
Operating Income	**407**	**322**	**26%**
EBIT	**426**	**326**	**31%**
Interest Expense, net	**137**	**92**	**49%**
Income Tax Expense	**106**	**85**	**25%**
Net Income Attributable to AGLR	**$ 173**	**$ 139**	**24%**
Adj. Net Income Attributable to AGLR[3]	**$ 182**	**$ 155**	**17%**
EPS (Diluted)	**$ 1.48**	**$ 1.78**	**(17)%**
Adj. EPS (Diluted)[3]	**$ 1.56**	**$ 1.99**	**(22)%**

Note: Please review the AGL Resources 10-Q as filed with the SEC on 11/1/12 for detailed information. Operating Margin, EBIT, Adjusted Net Income and Adjusted EPS are non-GAAP measures. Please see the appendix to this presentation or visit the investor relations section of www.aglresources.com for a reconciliation to GAAP.

(1) Results for Nicor's businesses are not included in 9-months 2011 GAAP results.

(2) Adjusted for Cost of Goods Sold and revenue tax expenses for Nicor Gas which are passed directly through to customers.

(3) Adjusted net income and adjusted EPS exclude Nicor-related merger costs of approximately $9 million, net of tax, for the first nine months of 2012 and $16 million, net of tax, for the first nine months of 2011.

- **9-months 2012 GAAP EPS of $1.48 per diluted share**
  - Adjusted diluted EPS of $1.56, excluding $9 million in after-tax costs related to Nicor merger
- **Warmer-than-normal (10-year average) weather at distribution and retail segments reduced EPS by approximately $0.13 YTD**
- **Distribution segment EBIT up 31% through 9/30/12 vs. 9/30/11, primarily due to addition of Nicor Gas**
- **Retail segment EBIT up 23%**
- **Wholesale Services storage rollout schedule at $65 million as of 9/30/12, second highest in company history**
- **Midstream and cargo shipping segments remain challenged due to market fundamentals**
  - Modest improvement in seasonal storage spreads providing some short-term opportunities for midstream
  - Cargo shipping experiencing higher volumes, offset by lower rates

AGL Resources

9-Months 2012 Operating EBIT Composition

Distribution operations contributed 82% of positive operating EBIT during the first nine months of 2012.

(1) Wholesale Services had negative EBIT of $13 million during the first nine-months of 2012.
(2) The Cargo Shipping segment had negative EBIT of $1 million through the first nine months of 2012.

Note: Operating EBIT percentages above represent percentage of positive EBIT contribution and exclude corporate eliminations.

Distribution Operations

3Q12 Financial Performance Summary

in millions	3Q12	3Q11	Change
Total Operating Revenues	$ 442	$ 239	85%
Operating Margin (1)	**327**	**192**	**70%**
O&M (1)	140	79	77%
D&A	88	37	138%
Taxes (other than income taxes)	21	8	163%
Total Operating Expenses, exc. COG and revenue taxes	**249**	**124**	101%
Operating Income	**78**	**68**	**15%**
Other income	2	2	0%
EBIT	**$ 80**	**$ 70**	**14%**

(1) Adjusted for revenue tax expenses of $8 million which are passed directly to customers.

9-Months 2012 Financial Performance Summary

in millions	9-mos 2012	9-mos 2011	Change
Total Operating Revenues	$ 1,972	$1,059	86%
Operating Margin (1)	**1,143**	**674**	**70%**
O&M (1)	411	258	59%
D&A	262	109	140%
Taxes (other than income taxes)	103	26	296%
Total Operating Expenses, exc. COG and revenue taxes	**776**	**393**	97%
Operating Income	**367**	**281**	**31%**
Other income	7	4	75%
EBIT	**$ 374**	**$ 285**	**31%**

(1) Adjusted for revenue tax expenses of $62 million which are passed directly to customers.

NOTE: COG = Cost of Goods Sold

- **3Q12 EBIT increased 14% vs. 3Q11**
- **Key drivers**
  - Nicor Gas added EBIT of $15 million
  - Increased STRIDE revenue at AGLC
  - Less usage at ETG and VNG
  - Expenses increased $125 million vs. 3Q11 due to addition of Nicor Gas (excluding revenue taxes)
- **9-months 2012 EBIT increased 31% vs. 2011**
  - Historically warm weather in 1H12 negatively impacted segment EBIT by $16 million vs. normal
  - EBIT at AGLR utilities (excluding Nicor Gas) favorable by $7 million
- **Customer count stable**
  - 2.248 million customers in 3Q12 (excluding Nicor Gas) vs. 2.238 in 3Q11 (avg.) for AGLR utilities
  - 2.181 million Nicor Gas customers in 3Q12 (avg.)

AGL Resources

Retail Operations

3Q12 Financial Performance Summary

in millions	3Q12	3Q11	Change
Total Operating Revenues	$ 118	$ 98	20%
Operating Margin	**35**	**11**	**218%**
O&M	26	15	73%
D&A	3	1	200%
Taxes (other than income taxes)	1	-	nm
Total Operating Expenses, exc. COG	**30**	**16**	88%
Operating Income	**5**	**(5)**	200%
Other income	-	-	nm
EBIT	**$ 5**	**$ (5)**	**200%**

9-months 2012 Financial Performance Summary

in millions	9-mos 2012	9-mos 2011	Change
Total Operating Revenues	$ 517	$ 505	2%
Operating Margin	**175**	**117**	**50%**
O&M	83	50	66%
D&A	10	2	400%
Taxes (other than income taxes)	3	1	200%
Total Operating Expenses, exc. COG	**96**	**53**	81%
Operating Income	**79**	**64**	**23%**
Other income	-	-	nm
EBIT	**$ 79**	**$ 64**	**23%**

- **3Q12 EBIT up $10 million vs. 3Q11**
  - Addition of Nicor's retail businesses resulted in a $6 million increase in EBIT
  - SouthStar's EBIT was favorable by $4 million year-over-year driven primarily by a reduction of transportation and gas costs and lower bad debt expense
- **9-months 2012 EBIT increased 23% vs. 2011, despite historically warm weather in the first half of 2012 that negatively impacted segment EBIT by $9 million**
- **Market share and customer count**
  - Georgia market share remains 32% at end of 3Q12 (equivalent to 3Q11)
  - Georgia customer count (avg.): 477K at 9/30/12 vs. 482K at 9/30/11

Wholesale Services

3Q12 Financial Performance Summary

in millions	3Q12	3Q11	Change
Total Operating Revenues	$ (12)	$ (21)	nm
Operating Margin	**(12)**	**(29)**	**nm**
O&M	11	7	57%
D&A	-	-	nm
Taxes (other than income taxes)	1	1	-
Total Operating Expenses, exc. COG	**12**	**8**	**50%**
Operating Income (Loss)	**(24)**	**(37)**	**nm**
Other income	1	-	nm
EBIT	**$ (23)**	**$ (37)**	**nm**

9-mos 2012 Financial Performance Summary

in millions	9-mos 2012	9-mos 2011	Change
Total Operating Revenues	$ 59	$ 41	44%
Operating Margin	**25**	**29**	**(14)%**
O&M	35	35	-
D&A	1	1	-
Taxes (other than income taxes)	3	2	50%
Total Operating Expenses, exc. COG	**39**	**38**	3%
Operating Income	**(14)**	**(9)**	**nm**
Other income	1	-	nm
EBIT	**$ (13)**	**$ (9)**	**nm**

Note: AGL Resources' wholesale services operating segment is subject to mark-to-market gains and losses related to its hedged transportation and storage positions which can create EBIT volatility quarter to quarter and year to year.

- **3Q12 EBIT improved by $14 million due to higher commercial activity driven by absence of Marcellus constraint issue experienced in 3Q11**
  - Commercial activity higher by $38 million y/y partly related to prior year Marcellus issue ($15MM) and modestly improved wholesale market conditions
  - $16 million MTM hedge losses in 3Q12 compares to $14 million hedge gains in 3Q11; 3Q12 losses expected to be recovered in future periods
- **Improving seasonal storage spreads resulted in $65 million storage rollout schedule on 58 Bcf of inventory at Sequent at the end of 3Q12**
  - Current expectation that approximately $28 million in economic value will be recognized in 4Q12, with remainder in 2013

Wholesale Operating Margin Components

Midstream Operations

3Q12 Financial Performance Summary

in millions	3Q12	3Q11	Change
Total Operating Revenues	$ 22	$ 11	100%
Operating Margin	**10**	**9**	11%
O&M	4	4	-
D&A	4	2	100%
Taxes (other than income taxes)	1	1	-
Total Operating Expenses, exc. COG	**9**	**7**	29%
Operating Income	**1**	**2**	**(50)%**
Other income	-	-	nm
EBIT	**$ 1**	**$ 2**	**(50)%**

9-months 2012 Financial Performance Summary

in millions	9-mos 2012	9-mos 2011	Change
Total Operating Revenues	$ 56	$ 52	8%
Operating Margin	**32**	**27**	**19%**
O&M	13	12	8%
D&A	10	6	67%
Taxes (other than income taxes)	4	3	33%
Total Operating Expenses, exc. COG	**27**	**21**	29%
Operating Income	**5**	**6**	**(17)%**
Other income	1	-	nm
EBIT	**$ 6**	**$ 6**	-

- **3Q12 EBIT of $1 million**
  - Storage values remain depressed due to high supply of natural gas and reduced demand
  - Central Valley Gas Storage operating revenues offset by lower contracted rates at Jefferson Island vs. 3Q11
- **Construction update**
  - Golden Triangle Storage Cavern 2 now in service
  - GTS Cavern 1 scheduled for re-water beginning January 2013; GTS 2 will serve existing Cavern 1 contracts during project
  - Construction at Central Valley Gas Storage complete
- **Contracted Firm Storage Summary (at 9/30/12)**

In Bcf	Current Working Gas Capacity	Expected Additional 2012 Capacity	Sub-scribed (1)	Average Rate (DTH/mo.)
Jefferson Island	**7.3**	**0.0**	**7.0**	**$ 0.14**
Golden Triangle	**12.0**	**1.3**	**6.0**	**$ 0.13**
Central Valley	**11.0**	**0.0**	**4.5**	**$ 0.12**

(1) Subscribed firm capacity includes 1 Bcf at Jefferson Island and 2 Bcf at GTS that are contracted by Sequent.

AGL Resources

Balance Sheet Highlights

in millions	9/30/12	12/31/11	9/30/11	Change (9/30/12 vs. 12/31/11)
Assets				
Cash, S-T Investments & Receivables	$ 822	$ 1,406	$ 804	$ (584)
Inventories	778	750	635	28
Other current assets	535	590	362	(55)
PPE (net)	8,212	7,900	4,635	312
Goodwill	1,817	1,813	418	4
Other deferred debits	1,431	1,454	605	(23)
Total Assets	**$ 13,595**	**$ 13,913**	**$ 7,459**	**$ (318)**
Liabilities and Equity				
Current Liabilities	$ 2,764	$ 3,084	$ 1,140	$ (320)
Long-Term Debt	3,330	3,561	2,687	(231)
Other Liabilities	4,103	3,929	1,751	174
Total Liabilities	10,197	10,574	5,578	(377)
Total Equity	$ 3,398	$ 3,339	$ 1,881	59
Total Liabilities and Equity	**$ 13,595**	**$ 13,913**	**$ 7,459**	**$ (318)**

- **Solid balance sheet with significant opportunity to fund capital requirements**
  - Good access to capital markets
  - Company credit metrics support solid, investment -grade ratings
- **$4.6 billion debt outstanding**
  - Long-term debt $3.3 billion
  - Current portion of long-term debt $0.3 billion
  - Short-term debt of $1.0 billion
  - Debt to Cap Ratio: 56%
- **2012 cap ex estimated at $795 million**
  - Approximately $715 million of utility cap ex expected in 2012 vs. $604 million in 2011 for AGLR utilities + Nicor Gas
  - Approximately $80 million of non-utility cap ex expected in 2012

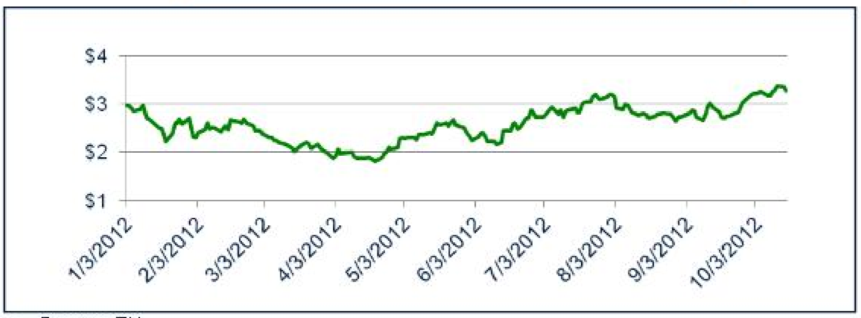
Macro Issues Impacting YTD Results

Heating Degree Days

	Nine months ended September 30			2012 vs. Normal	2012 vs. 2011
	Normal	2012	2011	Colder / (Warmer)	Colder / (Warmer)
Illinois	3,610	2,973	4,082	(18) %	(27) %
Georgia	1,591	1,056	1,602	(34) %	(34) %
New Jersey	2,993	2,380	2,949	(20) %	(19) %
Virginia	2,057	1,460	2,092	(29) %	(30) %
Florida	365	220	244	(40) %	(10) %
Tennessee	1,826	1,313	1,849	(28) %	(29) %
Maryland	2,999	2,448	3,026	(18) %	(19) %
Ohio	3,035	2,564	3,093	(16) %	(17) %

Source: NOAA

Henry Hub Gulf Coast Natural Gas Spot Price ($/MMBTU)

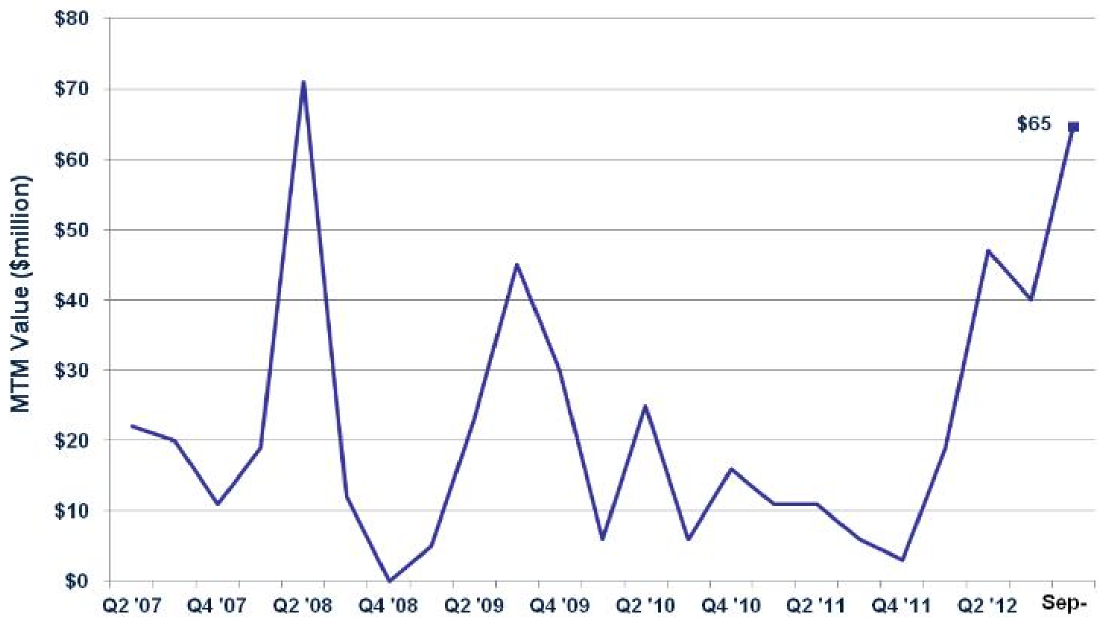


Source: EIA

- Weather as represented by heating degree days is significantly warmer than normal across all jurisdictions
- Negative impact to EBIT YTD of $25 million vs. normal across Distribution Operations and Retail Services
- Natural gas prices are currently 19% higher than the end of 2Q12 and 10% higher than the beginning of the year
- Results in mark-to-market storage hedge losses at Wholesale Services are expected to be recovered in future periods

Wholesale Services Storage Rollout

Storage rollout value stands at $65 million on 58 Bcf of natural gas inventory as of 9/30/12



2012 Priorities

Distribution	• Invest necessary capital to enhance and maintain the safety and reliability of our distribution systems, while minimizing regulatory lag • Remain a low-cost leader within the industry
Retail	• Maintain margins in Georgia and Illinois while continuing to expand into other profitable retail markets • Leverage experience across SouthStar and Nicor's retail businesses
Wholesale	• Renew affiliated and non-affiliated asset management agreements and add new asset management, gas-fired power generation and producer services contracts • Continually enhance risk management, credit management and overall controls
Midstream	• Complete construction of Golden Triangle Cavern 2 and Central Valley Gas Storage and execute contracts for newly available capacity • Reduce project development costs in response to low volatility environment
Cargo Shipping	• Expand market share in key service areas while providing quality total transportation and logistics solutions for our customers • Prudently deploy capital investment and diligently manage operating costs
Expense & Balance Sheet Discipline	• Effectively control expenses and focus on capital discipline in each of our business segments • Maintain strong balance sheet and liquidity profile

Additional Resources

Company resources

- www.aglresources.com
- Sarah Stashak

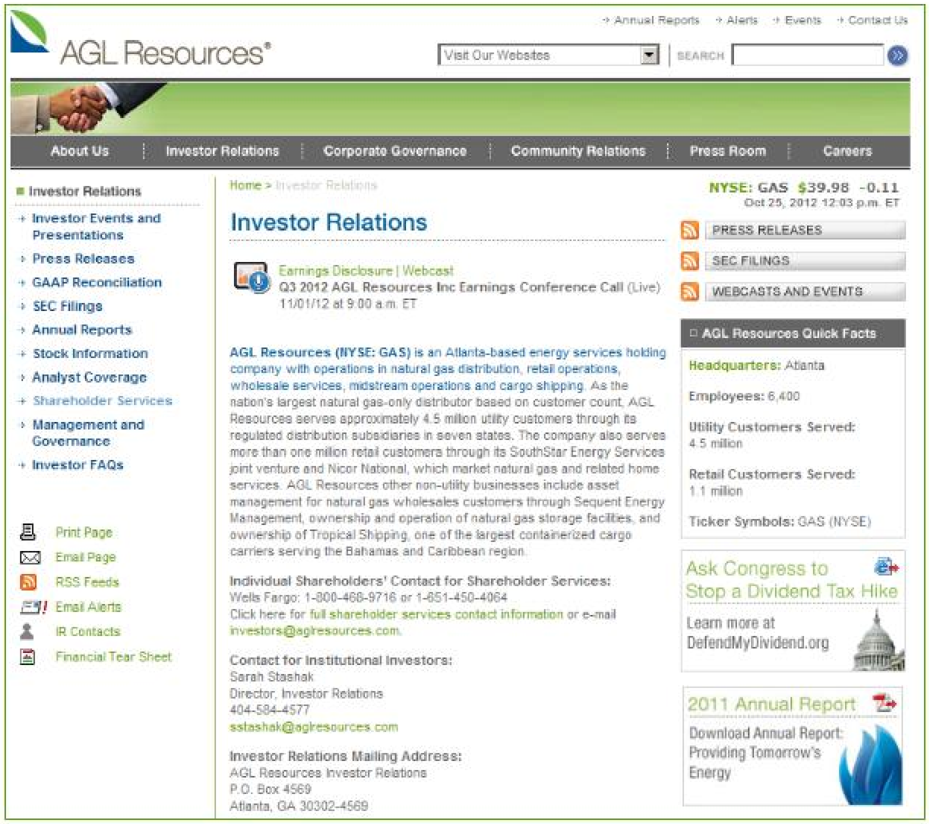
  Director, Investor Relations

  404-584-4577

  sstashak@aglresources.com

Industry resources

- www.aga.org
- www.eia.doe.gov



Rate Case History

Utility	Last Rate Case	Key Outcomes	Agreements on Rate Case Stay Outs
Nicor Gas	Mar. 2009	• $80 million rate increase • Bad debt rider approved in February 2010 providing recovery from (or credit to) customers the difference of actual expense and $63 million benchmark • Rate case reset heating degree days from 5,830 to 5,600	Stay out concludes Dec. 2014
Atlanta Gas Light	Oct. 2010	• $26.7 million rate increase approved • Included ~$10 million in new customer service and safety programs • Adopted new acquisition synergy sharing policy	None
Virginia Natural Gas	Dec. 2011	• $11 million rate increase in base rates • Recovery of $3.1 million in costs previously recovered through base rates now recovered through PGA • Approval to recover gas portion of bad debts through the PGA	None
Elizabethtown Gas	Dec. 2009	• $3 million rate increase • New depreciation rates decreased expense $5 million • Two-year rate freeze concluded in 2011	None
Florida City Gas	Feb. 2004	• $7 million rate increase • Approval in late 2007 to include acquisition adjustment amortization expense in operating income and acquisition adjustment asset balance in rate base for regulatory surveillance reporting purposes • 2007 approval included a 5-year stay-out provision	None
Chattanooga Gas	May 2010	• Instituted new rate design that encourages customer conservation • First decoupled rate design for TN utility • New depreciation rates decreased expense of $2 MM annually	None

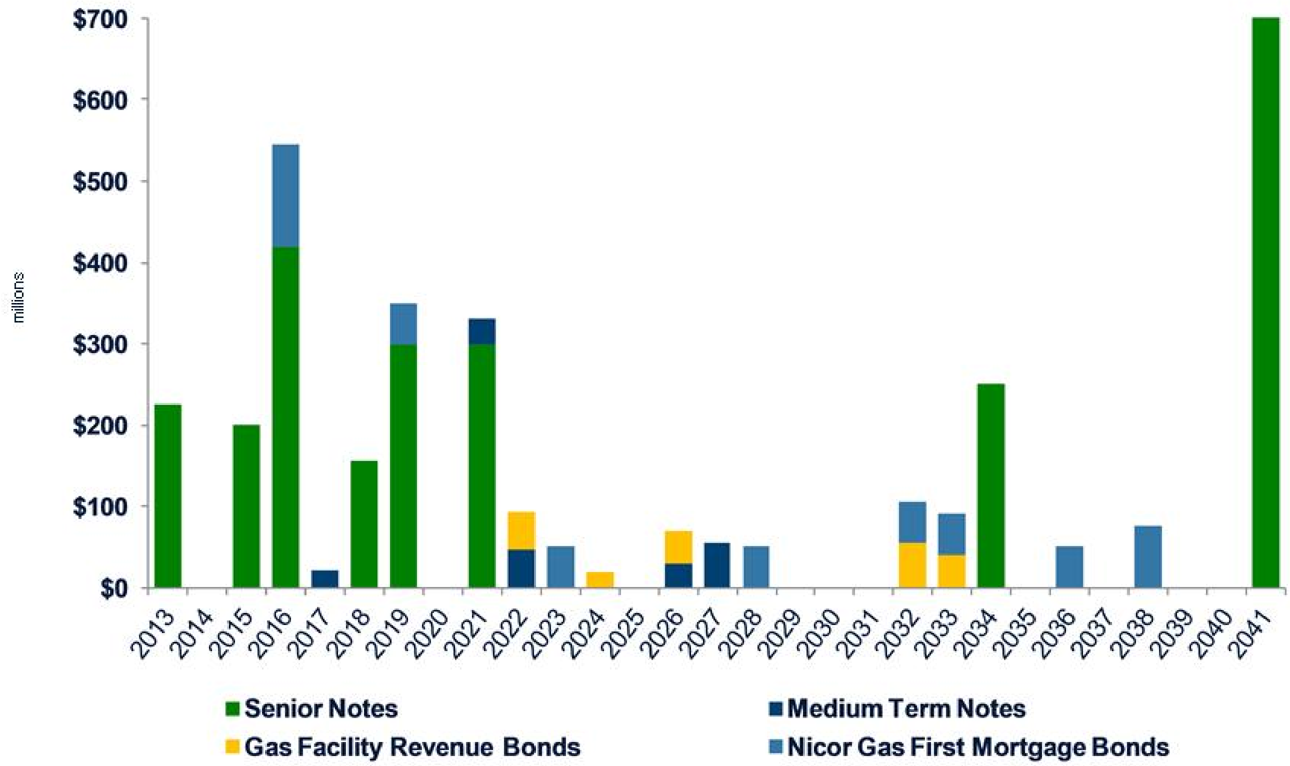
Regulatory Recovery Mechanisms

Utility	Rate Decoupling	Weather Normalization	Bad Debt Recovery	Conservation Program Recovery	Infrastructure Replacement
Nicor Gas			✓	✓	
Atlanta Gas Light	✓				✓
Virginia Natural Gas		✓	✓		✓
Elizabethtown Gas		✓		✓	✓
Florida City Gas				✓	
Chattanooga Gas	✓	✓	✓	✓	

New Jersey Infrastructure Investment Filing

- On July 23, 2012 Elizabethtown Gas filed for approval with the New Jersey Board of Public Utilities (NJBPU) an Accelerated Infrastructure Replacement (AIR) program
- Proposal seeks to invest up to $135 million in Elizabethtown's natural gas infrastructure for a five-year period (November 2012-August 2017) to enhance the safety, reliability and integrity of its distribution system
- The cost recovery mechanism proposed is similar to the one already in place for the Utility Infrastructure Enhancement (UIE) program that expired on October 31, 2012, and seeks to phase in rates over the five-year period
- The AIR program would replace nearly 150 miles of pipeline, mainly aging cast iron
- Expect the NJBPU to set a hearing and procedural schedule shortly
- Filing is in line with AGLR's strategy of promoting infrastructure investment programs with accelerated cost recovery mechanisms, similar to the program in place in Georgia (STRIDE) and the company's recently approved SAVE program in Virginia

AGL Resources Debt Maturities



AGL Resources

GAAP Reconciliation

The following table sets forth a reconciliation of AGL Resources' operating margin to operating income and earnings before interest and taxes (EBIT) to earnings before income taxes, net income to net income attributable to AGL - as reported and net income attributable to AGL - as adjusted for the three and nine months ended September 30, 2012 and 2011.

In millions	Three months ended September 30, 2012	Three months ended September 30, 2011	Nine months ended September 30, 2012	Nine months ended September 30, 2011
Operating revenues	**$ 614**	$ 295	**$ 2,704**	$ 1,548
Cost of goods sold (COG)	**(215)**	(112)	**(1,174)**	(701)
Revenue Tax Expense	**(8)**	-	**(62)**	-
Operating margin	**391**	183	**1,468**	847
Operating expenses				
Operation and maintenance	**212**	103	**675**	351
Revenue Tax Expense	**(8)**	-	**(62)**	-
Depreciation and amortization	**104**	43	**310**	126
Taxes other than income	**27**	11	**123**	36
Nicor Merger Expenses	**2**	2	**15**	12
Total operating expenses, exc. COG	**337**	159	**1,061**	525
Operating Income	**54**	24	**407**	322
Other income	**6**	1	**19**	4
EBIT	**60**	**25**	**426**	**326**
Interest expense, net	**45**	31	**137**	92
Earnings before income taxes	**15**	(6)	**289**	234
Income tax expense	**6**	(2)	**106**	85
Net income	**9**	**(4)**	**183**	**149**
Less: net income attributable to the noncontrolling interest	**-**	(1)	**10**	10
Net income attributable to AGL - as reported	**9**	**(3)**	**173**	**139**
Impact of Nicor transaction costs, net of tax	**1**	5	**9**	16
Net income attributable to AGL - as adjusted	**$ 10**	**$ 2**	**$ 182**	**$ 155**

AGL Resources

GAAP Reconciliation

The following tables set forth a reconciliation of AGL Resources' Basic and Diluted earnings per share - as reported (GAAP) to Basic and Diluted earnings per share - as adjusted (Non-GAAP; excluding Nicor merger costs), for the three and nine months ended September 30, 2012 and 2011.

	Three months ended September 30, 2012	Three months ended September 30, 2011	Nine months ended September 30, 2012	Nine months ended September 30, 2011
Basic earnings (loss) per share – as reported	$0.08	($0.04)	$1.48	$1.79
Transaction costs of Nicor merger	0.01	0.06	0.08	0.21
Basic earnings per share – as adjusted	**$0.09**	**$0.02**	**$1.56**	**$2.00**

	Three months ended September 30, 2012	Three months ended September 30, 2011	Nine months ended September 30, 2012	Nine months ended September 30, 2011
Diluted earnings (loss) per share – as reported	$0.08	($0.04)	$1.48	$1.78
Transaction costs of Nicor merger	0.01	0.06	0.08	0.21
Diluted earnings per share – as adjusted	**$0.09**	**$0.02**	**$1.56**	**$1.99**

Weather Impact - Consolidated AGL Resources	Three months ended September 30, 2012	Nine months ended September 30, 2012
in millions		
Operating Income	**$54**	**$407**
Other income	6	19
EBIT	**$60**	**$426**
Impact of weather normalization	0	25
EBIT as adjusted	**$60**	**$451**
Impact of weather normalization (net of tax)	**$0**	**$15**
Diluted earnings per share impact – as adjusted	**$0.09**	**$1.69**

GAAP Reconciliation

The following tables set forth a reconciliation of AGL Resources' Statement of Income to earnings before interest and taxes (EBIT) by segment for the quarter ended September 30, 2012.

3Q12 *in millions*	**Distribution operations**	**Retail operations**	**Wholesale services**	**Midstream operations**	**Cargo Shipping**	**Other and intercompany eliminations**	**Consolidated AGL Resources**
Total Operating Revenues	**$ 442**	**$ 118**	**$ (12)**	**$ 22**	**$ 83**	**$ (39)**	**$ 614**
Cost of Goods Sold (COG)	(107)	(83)	-	(12)	(51)	38	(215)
Revenue Tax Expense	(8)	-	-	-	-	-	(8)
Operating Margin	**327**	**35**	**(12)**	**10**	**32**	**(1)**	**391**
Operating Expenses							
Operation & Maintenance	148	26	11	4	29	(6)	212
Revenue Tax Expense	(8)	-	-	-	-	-	(8)
Depreciation & Amortization	88	3	-	4	5	4	104
Nicor Merger Expenses	-	-	-	-	-	2	2
Taxes Other Than Income	21	1	1	1	1	2	27
Total Operating Expenses, exc. COG	**249**	**30**	**12**	**9**	**35**	**2**	**337**
Operating Income (loss)	**78**	**5**	**(24)**	**1**	**(3)**	**(3)**	**54**
Other income (expense)	2	-	1	-	2	1	6
EBIT	**$ 80**	**$ 5**	**$ (23)**	**$ 1**	**$ (1)**	**$ (2)**	**$ 60**

GAAP Reconciliation

The following tables set forth a reconciliation of AGL Resources' Statement of Income to earnings before interest and taxes (EBIT) by segment for the quarter ended September 30, 2011.

3Q11 *in millions*	**Distribution operations**	**Retail operations**	**Wholesale services**	**Midstream operations**	**Cargo Shipping**	**Other and intercompany**	**Consolidated AGL**
Total Operating Revenues	**$ 239**	**$ 98**	**$ (21)**	**$ 11**	**$ -**	**$ (32)**	**$ 295**
Cost of Goods Sold (COG)	(47)	(87)	(8)	(2)	-	32	**(112)**
Operating Margin	**192**	**11**	**(29)**	**9**	**-**	**-**	**183**
Operating Expenses							
Operation & Maintenance	79	15	7	4	-	(2)	103
Depreciation & Amortization	37	1	-	2	-	3	43
Nicor Merger Expenses	-	-	-	-	-	2	2
Taxes Other Than Income	8	-	1	1	-	1	11
Total Operating Expenses, exc. COG	**124**	**16**	**8**	**7**	**-**	**4**	**159**
Operating Expense Plus COG	171	103	16	9	-	(28)	271
Operating Income (loss)	**68**	**(5)**	**(37)**	**2**	**-**	**(4)**	**24**
Other income (expense)	2	-	-	-	-	(1)	1
EBIT	**$ 70**	**$ (5)**	**$ (37)**	**$ 2**	**$ -**	**$ (5)**	**$ 25**

GAAP Reconciliation

The following tables set forth a reconciliation of AGL Resources' Statement of Income to earnings before interest and taxes (EBIT) by segment for the nine-months ended September 30, 2012.

YTD 3Q12 *in millions*	**Distribution operations**	**Retail operations**	**Wholesale services**	**Midstream operations**	**Cargo Shipping**	**Other and intercompany eliminations**	**Consolidated AGL Resources**
Total Operating Revenues	**$ 1,972**	**$ 517**	**$ 59**	**$ 56**	**$ 247**	**$ (147)**	**$ 2,704**
Cost of Goods Sold (COG)	(767)	(342)	(34)	(24)	(152)	145	(1,174)
Revenue Tax Expense	(62)	-	-	-	-	-	(62)
Operating Margin	**1,143**	**175**	**25**	**32**	**95**	**(2)**	**1,468**
Operating Expenses							
Operation & Maintenance	473	83	35	13	83	(12)	675
Revenue Tax Expense	(62)	-	-	-	-	-	(62)
Depreciation & Amortization	262	10	1	10	17	10	310
Nicor Merger Expenses	-	-	-	-	-	15	15
Taxes Other Than Income	103	3	3	4	4	6	123
Total Operating Expenses, exc. COG	**776**	**96**	**39**	**27**	**104**	**19**	**1,061**
Operating Income (loss)	**367**	**79**	**(14)**	**5**	**(9)**	**(21)**	**407**
Other income	7	-	1	1	8	2	19
EBIT	**$ 374**	**$ 79**	**$ (13)**	**$ 6**	**$ (1)**	**$ (19)**	**$ 426**

GAAP Reconciliation

The following tables set forth a reconciliation of AGL Resources' Statement of Income to earnings before interest and taxes (EBIT) by segment for the nine-months ended September 30, 2011.

YTD 3Q11 *in millions*	**Distribution operations**	**Retail operations**	**Wholesale services**	**Midstream operations**	**Cargo Shipping**	**Other and intercompany**	**Consolidated AGL**
Total Operating Revenues	**$ 1,059**	**$ 505**	**$ 41**	**$ 52**	$ -	**$ (109)**	**$ 1,548**
Cost of Goods Sold (COG)	(385)	(388)	(12)	(25)	-	109	**(701)**
Operating Margin	**674**	**117**	**29**	**27**	**-**	**-**	**847**
Operating Expenses							
Operation & Maintenance	258	50	35	12	-	(4)	351
Depreciation & Amortization	109	2	1	6	-	8	126
Nicor Merger Expenses	-	-	-	-	-	12	12
Taxes Other Than Income	26	1	2	3	-	4	36
Total Operating Expenses, exc. COG	**393**	**53**	**38**	**21**	**-**	**20**	**525**
Operating Expense Plus COG	778	441	50	46	-	(89)	1,226
Operating Income (loss)	**281**	**64**	**(9)**	**6**	**-**	**(20)**	**322**
Other income (expense)	4	-	-	-	-	-	4
EBIT	**$ 285**	**$ 64**	**$ (9)**	**$ 6**	**$ -**	**$ (20)**	**$ 326**

GAAP Reconciliation

Reconciliations of operating margin, EBIT by segment, net income excluding merger expenses and EPS excluding merger expenses are available in our quarterly reports (Form 10-Q) and annual reports (Form 10-K) filed with the Securities and Exchange Commission and on the Investor Relations section of our website at www.aglresources.com.

Our management evaluates segment financial performance based on operating margin and EBIT, which includes the effects of corporate expense allocations. EBIT is a non-GAAP (accounting principles generally accepted in the United States of America) financial measure. Items that are not included in EBIT are income taxes and financing costs, including debt and interest, each of which the company evaluates on a consolidated basis. The company believes EBIT is a useful measurement of its performance because it provides information that can be used to evaluate the effectiveness of its businesses from an operational perspective, exclusive of the costs to finance those activities and exclusive of income taxes, neither of which is directly relevant to the efficiency of those operations.

We also use EBIT internally to measure performance against budget and in reports for management and the Board of Directors. Projections of forward-looking EBIT are used in our internal budgeting process, and those projections are used in providing forward-looking business segment EBIT projections to investors. We are unable to reconcile our forward-looking EBIT business segment guidance to GAAP net income, because we do not predict the future impact of unusual items and mark-to-market gains or losses on energy contracts. The impact of these items could be material to our operating results reported in accordance with GAAP.

Operating margin is a non-GAAP measure calculated as revenues minus cost of goods sold and revenue taxes, excluding operation and maintenance expense, depreciation and amortization, certain taxes other than income taxes and the gain or loss on the sale of assets, if any. These items are included in our calculation of operating income. We believe operating margin is a better indicator than operating revenues of the contribution resulting from customer growth, since cost of goods sold and revenue taxes are generally passed directly through to customers.

We present our net income and our EPS excluding expenses incurred with respect to the merger with Nicor. As we do not routinely engage in transactions of the magnitude of the Nicor merger, and consequently do not regularly incur transaction related expenses of correlative size, we believe presenting our EPS excluding Nicor merger expenses provides investors with an additional measure of our core operating performance.

Net income attributable to AGL Resources, as adjusted, and Basic and Diluted earnings per share, as adjusted, are non-GAAP measures and exclude transaction costs related to the merger with Nicor. Transaction costs include O&M expenses as well as incremental debt issuance costs and interest expense related to financing the cash portion of the purchase consideration in advance of the merger closing date. The company also uses a non-GAAP measure when it presents the impact of warmer-than-normal weather on its diluted EPS. EBIT, operating margin, net income excluding merger expenses, EPS excluding merger expenses and the impact of warmer-than-normal weather should not be considered as alternatives to, or more meaningful indicators of, our operating performance than operating income, net income attributable to AGL Resources Inc. or EPS as determined in accordance with GAAP. In addition, our EBIT, operating margin, adjusted net income and adjusted EPS may not be comparable to similarly titled measures of another company.

We believe these financial measures are useful to investors because they provide an alternative method for assessing the Company's operating results in a manner that is focused on the performance of the Company's ongoing operations. The presentation of these financial measures is not meant to be a substitute for financial measures prepared in accordance with GAAP.

Q&A