

RGC RESOURCES INC  
 Form 4  
 February 18, 2010

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**D ORAZIO JOHN S**

2. Issuer Name and Ticker or Trading Symbol  
**RGC RESOURCES INC [RGC0]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**PO BOX 13007**

3. Date of Earliest Transaction (Month/Day/Year)  
**02/16/2010**

\_\_\_\_ Director  
 Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
**VP & COO Roanoke Gas Co (sub)**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

**ROANOKE, VA 24030**

(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)	Price		
Common Stock	02/16/2010		M		400	A	\$ 19.25	4,583.686 <sup>(1)</sup>	D
Common Stock	02/16/2010		S		400	D	\$ 30.01	4,183.686	D
Common Stock	02/16/2010		M		480	A	\$ 19.25	4,663.686	D
Common Stock	02/16/2010		S		480	D	\$ 30.1001	4,183.686	D
Common Stock	02/16/2010		M		230	A	\$ 19.25	4,413.686	D

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Common Stock	02/16/2010	S	230	D	\$ 30.0501	4,183.686	D
Common Stock	02/16/2010	M	109	A	\$ 19.25	4,292.686	D
Common Stock	02/16/2010	S	109	D	\$ 30.1101	4,183.686	D
Common Stock	02/16/2010	M	100	A	\$ 19.25	4,283.686	D
Common Stock	02/16/2010	S	100	D	\$ 30.1051	4,183.686	D
Common Stock	02/16/2010	M	100	A	\$ 19.25	4,283.686	D
Common Stock	02/16/2010	S	100	D	\$ 30.1	4,183.686	D
Common Stock	02/16/2010	M	70	A	\$ 19.25	4,253.686	D
Common Stock	02/16/2010	S	70	D	\$ 30.0101	4,183.686	D
Common Stock	02/16/2010	M	11	A	\$ 19.25	4,194.686	D
Common Stock	02/16/2010	S	11	D	\$ 30.1401	4,183.686	D
Common Stock	02/17/2010	M	100	A	\$ 19.25	4,283.686	D
Common Stock	02/17/2010	S	100	D	\$ 30.035	4,183.686	D
Common Stock	02/17/2010	M	271	A	\$ 19.25	4,454.686	D
Common Stock	02/17/2010	S	271	D	\$ 30	4,183.686	D
Common Stock	02/17/2010	M	100	A	\$ 19.25	4,283.686	D
Common Stock	02/17/2010	S	100	D	\$ 30.045	4,183.686	D
Common Stock	02/17/2010	M	49	A	\$ 19.25	4,232.686	D
Common Stock	02/17/2010	S	49	D	\$ 30.1	4,183.686	D
Common Stock	02/17/2010	M	180	A	\$ 19.25	4,363.686	D
	02/17/2010	S	180	D		4,183.686	D

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Common Stock					\$				30.7501
Common Stock	02/17/2010		M	100	A	\$ 19.25	4,283.686	D	
Common Stock	02/17/2010		S	100	D	\$ 30.4801	4,183.686	D	
Common Stock	02/17/2010		M	320	A	\$ 19.25	4,503.686	D	
Common Stock	02/17/2010		S	320	D	\$ 30.4701	4,183.686	D	

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

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(9-02)

**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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option	\$ 19.25	02/16/2010		M	1,500	<u>(2)</u> 12/19/2010	Common Stock	1,500
Employee Stock Option	\$ 19.25	02/17/2010		M	1,120	<u>(2)</u> 12/19/2010	Common Stock	1,120

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
D ORAZIO JOHN S PO BOX 13007			VP & COO	Roanoke Gas Co (sub)

ROANOKE, VA 24030

## Signatures

John S. D'Orazio by Howard T. Lyon, POA dated  
04/09/02

02/18/2010

\_\_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) Includes 132.869 shares purchased through dividends reinvested in the Dividend Reinvestment Plan
  - (2) All options fully exercisable six months after date of grant

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