CASE NUMBER:

99-070

ATMOS ENERGY CORPORATION

ANNUAL REPORT



ATMOS ENERGY CORPORATION, BASED IN DALLAS, TEXAS, PROVIDES NATURAL GAS SERVICE TO MORE THAN 673,000
CUSTOMERS IN TEXAS, COLORADO, KANSAS, MISSOURI, LOUISIANA AND KENTUCKY THROUGH ITS OPERATING COM-
PANIES- ENERGAS COMPANY, GREELEY GAS COMPANY, TRANS LOUISIANA GAS COMPANY AND WESTERN KENTUCKY
GAS COMPANY. * *

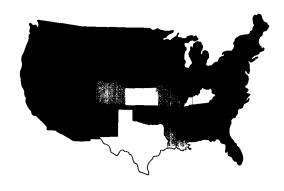
TMOS ENERGY CORPORATION INFORMATION
etter to Shareholders
EVENUE CHARTS
reeley Gas Company Information
JESTERN KENTUCKY GAS COMPANY INFORMATION

FINANCIAL REVIEW

CORPORATE INFORMATION

The numbers for Atmos Energy Corporation in 1996 are strong - a 27 percent increase in earnings, a record number of customers served, and more. And the numbers we have achieved have brought a number of benefits to our customers, our employees, and our shareholders. One number we're particularly proud of: 90 percent of Atmos shareholders of record reinvest their dividends in the company. The increase in the dividend paid on December 10, 1996, marked the ninth consecutive year the dividend rate has increased. As in every annual report, the pages of this report will focus on numbers-from the financial highlights, to the charts, to the detailed financials that quantify the status of our company. We'll also highlight a number of the people whose hard work, expertise, and commitment to service add up to make our outstanding numbers possible.

ATMOS ENERGY CORPORATION



HEADQUARTERS

Dallas, Texas

MILES OF PIPE

22,640

NUMBER OF EMPLOYEES

1,652

SIZE OF SERVICE AREA

50,650 square miles

POPULATION IN SERVICE AREA

2.1 million

AVERAGE CUSTOMERS SERVED

672,517

COMMUNITIES SERVED

419

DEGREE DAYS, 1996

3,925

(NORMAL 3,983)

CHAIRMAN OF THE BOARD

Charles K. Vaughan

PRESIDENT AND

CHIEF OPERATING OFFICER

Robert F. Stephens

FINANCIAL HIGHLIGHTS

	Year ended September 30,		
(Dollar amounts in thousands, except per share data)	1996	1995	% CHANGE
Operating revenues	\$483,744	\$435,820	11.0%
Gross profit	177,000	167,010	6.0%
Net income	23,949	18,873	26.9%
Assets	501,861	445,783	12.6%
Total capitalization	294,601	289,581	1.7%
Total volumes handled (MMcf as metered)	144,456	139,809	3.3%
Heating degree days	3,925	3,579	9.7%
Percent of normal	99%	90%	10.0%
Meters in service (average)	672,517	656,259	2.5%
Net income per share	\$ 1.51	\$ 1.22	23.8%
Cash dividends per share	\$ 0.96	\$ 0.92	4.3%
Book value per share at end of year	\$ 10.75	\$ 10.20	5.4%
Return on average common shareholders' equity	14.5%	12.3%	17.9%
Shareholders' equity as a percentage of total capitalization at end of year	58.5%	54.7%	6.9%
Shareholders of record	28,624	23,625	21.2%
Average shares outstanding	15,892	15,416	3.1%

DEAR FELLOW SHAREHOLDERS:

Our numbers were strong in 1996. Earnings. Net income per share. Number of customers served. Assets. All were records. How did we achieve such outstanding results? This year again shows that our acquisition strategy is working well. Our success is the payoff for years of operating efficiently, managing our business, and dedicating ourselves to serving customers. * *

OUR GEOGRAPHIC DIVERSITY WORKED TO OUR ADVANTAGE.

The winter weather averaged about 1
percent warmer than normal in 1996 across
our multi-state service area. This was
despite the fact that the weather was over
5 percent warmer than normal in Texas,
our largest customer area, as well as in
Colorado. Colder than normal winter
weather in Louisiana, Kentucky, Kansas
and Missouri offset the warmer weather
in other areas. Last year, the weather was
10 percent warmer than normal. This year,
we also got a boost from strong sales in the
spring to farmers in West Texas, eastern
Colorado and western Kansas, who use

This unique market provides significant off-season sales in the spring and summer months, when heating sales are low. If

natural gas engines to drive irrigation pumps.

wetter conditions had not slowed irrigation sales somewhat in this year's fourth quarter, our results would have been even more impressive.

THE CUSTOMER COUNT INCREASED.

At fiscal year-end, we provided natural gas service to a record 673,000 average customers. The increase was due to customer growth in our existing service areas, and the addition of approximately 9,200 customers in Louisiana from the

acquisition of the Oceana Heights Gas
Company in November 1995. We added
new large-volume customers in a highly
competitive marketplace.

RATE INCREASES CONTRIBUTED TO THE BOTTOM LINE.

During 1995 and 1996, Atmos has received over \$6.0 million in rate increases. A settlement in Kentucky providing total annual net operating income benefit of approximately \$4.0 million was partially implemented in November 1995, with the remaining \$1.0 million implemented in March 1996. The company implemented a \$1.1 million increase in Louisiana in March 1995. In 1994, the company received rate increases totaling \$6.4 million in Colorado, Kansas and Louisiana.

Our results for 1997 will be positively affected by a \$5.3 million increase implemented in 67 towns on Nov. 1, 1996, which affects about 200,000 of the company's 312,000 customers in West Texas. Under a settlement with the municipalities, the company agreed to wait until June 1998 before seeking another increase in the area.

OUR EMPLOYEES FOUND COUNTLESS WAYS TO OPERATE EFFICIENTLY.

Operating efficiently is an ongoing part of the way we conduct our business to keep our rates competitive. We consider ourselves fortunate that so many ideas for managing expenses and doing things better come from our employees. For example, operating and maintenance expenses decreased 1 percent in 1996, even though our average customer count increased 2.5 percent. More figures demonstrating our efficiency are presented later in this report.

HOW DOES THE FUTURE STACK UP?

Past performance is no guarantee of future results — every investment prospectus tells you so. But we think it's a pretty good indicator. We expect to continue to grow, and to continue our track record of delivering strong results.

STRATEGIES FOR GROWTH.

Atmos will continue with its long-standing growth plan of expanding geographically through acquisitions. This allows the company to diversify its exposure to weather patterns, markets, economic conditions, and regulatory climates. The company is realizing the benefits of its 1993 acquisition of Greeley Gas Company. Atmos has increased the efficiency of Greeley Gas, which serves the city of Greeley, and high growth-rate ski and resort areas in Colorado, including Steamboat Springs,

Durango and Crested Butte, as well as parts of Kansas and Missouri. Since the acquisition in December 1993, customer growth has averaged 5 percent per year for Greeley Gas, compared with 2 percent annually for the three years prior to the acquisition.

UNITED CITIES MERGER.

Continuing that growth strategy, the company announced an agreement in July 1996 to combine with United Cities Gas
Company of Brentwood, Tenn., with Atmos as the surviving entity. Atmos shareholders and United Cities shareholders approved the merger at separate meetings on Nov. 12, 1996, with 98 percent of Atmos shares present voting in favor of the merger. One share of Atmos stock will be exchanged for each share of United Cities stock. In addition to shareholder approval, the merger must be approved by certain federal and state regulatory bodies. Approval is required in 10 states.

Atmos has agreed to increase the indicated annual dividend from the current \$1.00 per share to not less than \$1.02 per share at the first board meeting following the closing of the transaction. All of the terms and conditions of the merger are defined in the proxy.

United Cities serves approximately 337,000 natural gas and propane customers and operates in 10 states. We believe the merger provides benefits for customers, employees and shareholders. Currently, United Cities' market penetration of the home heating market in its service area is about 37 percent, compared with 61 percent for Atmos, and the service area has high population growth. The merger reduces the impact of weather on Atmos, and enhances the stability and predictability of earnings, cash flows and dividends, in our opinion. We are diversifying our exposure to weather patterns by expanding operations into 13 states rather than the current six states. United Cities operates several unregulated businesses, which contributed \$4.2 million to net income in fiscal year 1995. We see this as a complement to our existing unregulated business activity.

We are proceeding to complete the merger, and expect to close the transaction by the end of March 1997.

INTERNAL GROWTH OPPORTUNITIES.

Although business combinations like
Greeley Gas and United Cities make dramatic contributions to our size and
performance, adding customers in our

existing services areas is also a part of our growth plans. Kentucky and Colorado continue to show above average additions in customers. We have programs to add customers from new construction and to convert customers using other energy sources. We also added a dozen large-volume industrial customers in a highly competitive market in Kentucky.

We believe our strategy and our operating strengths add up to a bright future, and will make us successful in operating in an increasingly competitive environment, where residential customers may someday be able to choose their natural gas supplier. Already we are preparing to provide additional services to our customers, such as an appliance protection program using service providers and local contractors in Texas.

RETURN TO SHAREHOLDERS.

We're especially proud of Atmos' 1996 total return to shareholders of 23.7 percent.

Atmos' five-year average annual total return is 15.6 percent. Our total return figures include reinvestment of dividends and exclude the effect of income taxes.

The company increased the quarterly dividend to \$.25 per share on Nov. 4, 1996, a 4.2 percent increase. The increase, payable with the dividend on Dec. 10, 1996, is our

ninth consecutive annual increase in the dividend rate.

Truly, our strengths are revealed in our numbers. We'll devote the rest of this report to the measures themselves.

Charles K. Vanglan

Charles K. Vaughan
Chairman of the Board

MT. Fyhon

Robert F. Stephens

President and Chief Operating Officer

November 12, 1996



STRENGTH IN NUMBERS

Atmos reported record results in 1996. We believe our numbers add up to continued success in the future. Competition with other natural gas providers, and with other energy sources, will undoubtedly intensify. We're ready for it. We already compete on a daily basis to serve industrial customers. We act as if every customer is subject to competition. The fact of the matter is, customers already have choices in energy and may someday choose among multiple suppliers for their energy.

Atmos combines the strengths that industry analysts say are required to be a winner in the potentially more competitive environment: low gas costs, competitive rates, dedication to service and a growing customer base. We've got the figures to back up our confidence. * *

LOW GAS COSTS.

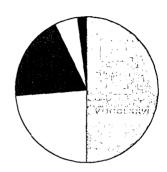
Gas costs are the largest component of a customer's bill. Atmos works hard to get the best priced and most reliable source of gas possible for our customers. We serve a number of natural gas-producing areas, and thus have access to many sources of supply. We look for ways to do an even better job of supplying our customers, and obtaining competitively priced gas supplies. For example, the company added supply connections during 1996 in Paducah, Owensboro and Madisonville, Ky., to gain access to supplies from additional interstate pipelines. This access will lower gas costs for our customers and improve the reliability of service.

KEY MEASURES.

Atmos 1996 average cost of gas: \$2.60 per Mcf
1995 average cost of gas: \$2.46 per Mcf
Average cost of gas for our 14-company
peer group: \$2.92 per Mcf (1995)

KEEPING RATES LOW.

The other component of the customer's gas bill besides the cost of gas is our cost of



Sources of Revenues

50.3% RESIDENTIAL

23.8% INDUSTRIAL & AGRICULTURAL

18.7% COMMERCIAL

5.5% OTHER SALES & MISCELLANEOUS

1.7% TRANSPORTATION



USES OF REVENUES

63.5% PURCHASED GAS

18.0% OPERATION & MAINTENANCE

6.2% TAXES

5.0% common dividends & retained earnings

4.3% DEPRECIATION & AMORTIZATION

3.0% INTEREST

providing service. Atmos is consistently among the most efficient providers of natural gas in the country. Being efficient results in lower rates for our customers. Even with the rate activity in the last few years, our rates remain among the lowest in the country, which keeps us ahead of the competition.

How do we maintain this record of efficiency year after year? We have 1,652 reasons: our employees.

Our employees continually make suggestions on better ways to do their jobs. These suggestions add up to impressive savings.

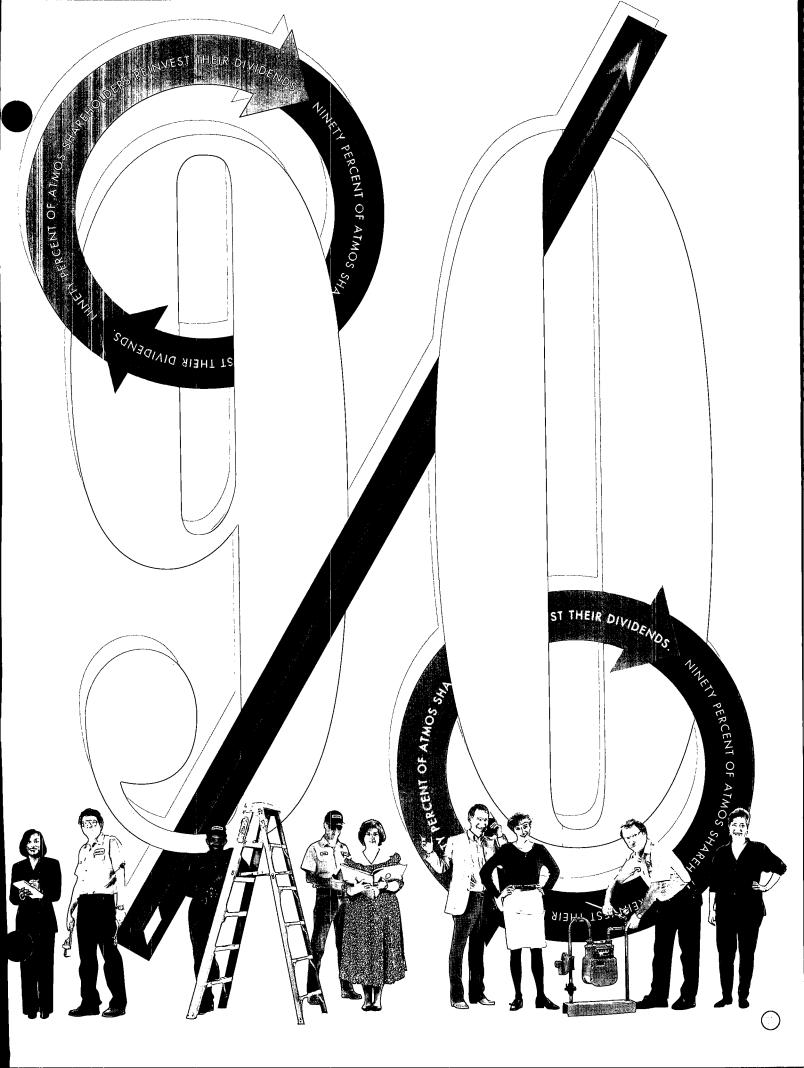
This year, our Kansas employees suggested improvements that reduced operating expenses per customer from the previous year. In Texas, employees developed an improved procedure which reduced uncollectible accounts. In one district alone,

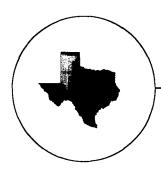
WE ARE PLEASED THAT 90 PERCENT OF OUR SHAREHOLDERS OF RECORD DEMONSTRATE THEIR SUPPORT FOR ATMOS BY REINVESTING THEIR DIVIDENDS. THIS NUMBER ILLUSTRATES THE LOYALTY OF OUR SHAREHOLDERS AS WELL AS THEIR CONFIDENCE IN THE COMPANY'S PROSPECTS. ATMOS CUSTOMERS HOLD 12.5 PERCENT OF SHARES OUTSTANDING; 21.5 PERCENT OF ATMOS SHAREHOLDERS OF RECORD ARE CUSTOMERS.

"In May 1996, we entered into an agreement with Union Pacific Fuels to enhance the value of Western Kentucky Gas Company's natural gas storage and transportation rights. This alliance with Union Pacific should reduce costs and risks for our customers."

GORDON ROY, VICE PRESIDENT, GAS SUPPLY







ENERGAS COMPANY

HEADQUARTERS

Lubbock, Texas

DISTRICT OFFICES

Amarillo, Big Spring, Hereford, Littlefield, Lubbock, Midland, Odessa, Pampa, and Plainview, Texas

MILES OF PIPE

13,163

NUMBER OF EMPLOYEES

609

SIZE OF SERVICE AREA

30,000 square miles

POPULATION IN SERVICE AREA

950,000

AVERAGE CUSTOMERS SERVED

311,713

COMMUNITIES SERVED

92

DEGREE DAYS, 1996

3,331

(NORMAL 3,528)

REGULATORY AGENCIES

Municipalities Served Railroad Commission of Texas

PRESIDENT

Eugene A. Ehler

uncollectible accounts were cut \$385,000 compared to the previous year. The company reduced labor expenses by using temporary employment services for staffing at seasonal peak times. Our employees think like business owners. They are — nearly 93 percent of our employees are shareholders. Employees, including management, and the Board of Directors own 23 percent of Atmos stock. Our customers are shareholders as well: 21.5 percent of Atmos shareholders of record are customers, and customers hold 12.5 percent of shares outstanding.

KEY MEASURES (YEAR END).

Meters served per employee: 408

Peer group average: 321 (1995)

Operation and maintenance expense

per meter: \$129

Peer group average O&M expense

per meter: \$236 (1995)

Net plant investment per meter: \$614

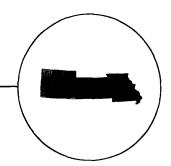
Peer group average: \$1,142 (1995)

CUSTOMER FOCUS.

Low rates and low gas costs do not impress customers if good service is sacrificed. Our goal is to deliver superior customer service "the first time - every time." Our employees even created a lapel button with that slogan. What constitutes superior service? Scheduling appointments and providing service the same day the customer calls. Extending service hours to evenings and Saturdays in many areas to meet customer needs. Adding pay locations in convenience stores and other outside locations so our customers can choose the most convenient place to pay their bills. Allowing customers to pay their bills by credit card. These are only a few examples of services we've added for customers.

Customer focus also means helping our customers find the best energy solutions.

We provide technical assistance to commercial and industrial customers on new gas equipment options that can reduce their total energy bills. Our 47 largest customers in Kentucky can monitor their gas usage with electronic flow measurement



GREELEY GAS COMPANY

HEADQUARTERS

Denver, Colorado

DISTRICT OFFICES

Greeley, Colorado Cañon City, Colorado Bonner Springs, Kansas

MILES OF PIPE

3,817

NUMBER OF EMPLOYEES

268

SIZE OF SERVICE AREA

1,650 square miles

POPULATION IN SERVICE AREA

228,000

AVERAGE CUSTOMERS SERVED

110,131

COMMUNITIES SERVED

123

DEGREE DAYS, 1996

5,912

(NORMAL 6,234)

REGULATORY AGENCIES

Colorado Public Utilities Commission Kansas Corporation Commission Missouri Public Service Commission

PRESIDENT

Gary L. Schlessman



ATMOS PURSUES AN AGGRESSIVE GROWTH STRATEGY THAT SETS THE COMPANY APART FROM OTHERS IN OUR INDUSTRY. THROUGH INTERNAL GROWTH AND ACQUISITIONS, ATMOS HAS ACHIEVED AN AVERAGE ANNUAL CUSTOMER GROWTH RATE OF 7.8 PERCENT FOR THE PAST 10 YEARS.

"We supplied gas to a new lakeside development between Lake Barkley and Kentucky Lake near Paducah, Ky., making gas available to 160 lots, with a target of 600 lots. The lake resort community will nearly double the size of the town. The builder recognized the desirability of natural gas for heating and water heating."

GARY MILLIGAN, DIRECTOR OF RESIDENTIAL MARKETING,
OWENSBORO, KY.

equipment we've installed. A hospital in Lafayette, La., is adding a second phase of natural gas cooling equipment to reduce its energy costs, and we've begun a cost study on natural gas cooling for another hospital in Lafayette. We are also pursuing the use of desiccant cooling in hospital surgery rooms, which reduces the humidity in the air so that the temperature can be higher for patient comfort while reducing energy costs. In West Texas, we're showing farmers how to save money by generating their own electricity to run irrigation pumps — we're pioneering the on-site use of natural gas-powered generators. This use of generation technology has grabbed the attention of equipment manufacturers.

KEY MEASURES.

Right the first time, every time — measured in hundreds of thousands of ways, in every contact with our 673,000 customers.







A GROWING CUSTOMER BASE.

Our numbers add up to an above average growth rate among our peers. In 1996, we increased average customers served to a record 672,517 customers, up 2.5 percent from 1995. We added 9,200 customers with the acquisition of the Oceana Heights

Gas Company in southeastern Louisiana in November 1995. The rest was through internal growth in our service areas.

In our first 10 years as a public company, we more than doubled the number of customers. In our second decade, we are on track to repeat that performance, with the agreement to merge with United Cities

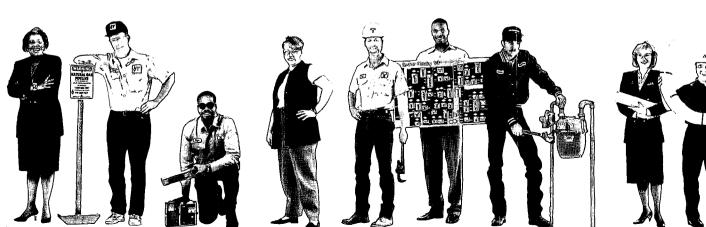
Gas Company. A part of our corporate development strategy is to acquire natural gas distribution properties across the United

States. This strategy has allowed us to

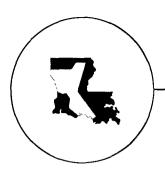
EFFICIENCY IS CRUCIAL TO OUR SUCCESS IN A COMPETITIVE ENVIRONMENT. ONE WAY ATMOS MEASURES EFFICIENCY IS BY THE NUMBER OF CUSTOMERS SERVED PER EMPLOYEE. IN 1996, EACH ATMOS EMPLOYEE SERVED AN AVERAGE OF 408 CUSTOMERS — A SIGNIFICANTLY HIGHER NUMBER THAN OUR PEER GROUP AVERAGE OF 321.

"One of our largest expenses is surveying for gas line leaks. Until now, many man-hours were required for walking surveys. For less than \$10,000, we developed the MULE, or Maximum Utilization Leakage Equipment, using a four-wheel all-terrain vehicle. We customized the machine to meet our needs. Five suction funnels are mounted on the front bumper to absorb samples. The MULE is sensitive. It can pick up a leak inside a six-foot-tall wooden fence, 20 feet away."

JERRY NEELEY, DISTRICT SUPERINTENDENT,
LUBBOCK, TEXAS







TRANS LOUISIANA GAS COMPANY

HEADQUARTERS

Lafayette, Louisiana

DISTRICT OFFICES

Lafayette, Natchitoches, and Pineville, Louisiana

MILES OF PIPE

2,090

NUMBER OF EMPLOYEES

16

SIZE OF SERVICE AREA

7,000 square miles

POPULATION IN SERVICE AREA

250,000

AVERAGE CUSTOMERS SERVED

79,826

COMMUNITIES SERVED

41

DEGREE DAYS, 1996

1,980

(NORMAL 1,760)

REGULATORY AGENCY

Louisiana Public Service Commission

PRESIDENT

B. J. Hackler

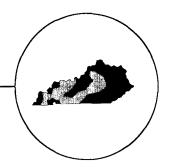
diversify our exposure to weather patterns, regulatory climates, markets and economic conditions and become more efficient. We have proven our ability to effectively integrate these properties, and that has benefited shareholders, customers and employees.

We also seek smaller properties located near our service areas, such as Oceana Heights. The company sees many opportunities to increase market penetration in the Oceana Heights area, which is experiencing industrial growth in shipbuilding and residential growth as a bedroom community for New Orleans.

We are capitalizing on our opportunities for internal growth. We have programs to reach homebuilders to encourage them to use natural gas for heating, appliances and gas lights in new subdivisions and developments. The natural gas heat pump is attracting customers across our service area. Our own use of the natural gas heat pump in several business offices has demonstrated impressive operating cost savings. Greeley Gas Company continues to show the greatest number of customer additions, averaging

5 percent meter growth since Atmos acquired Greeley Gas in December 1993. The growth is primarily in ski and resort areas in Colorado, and the city of Greeley, where efficient and environmentally beneficial natural gas is in demand for new construction. Customer growth was over 8 percent in Steamboat Springs in 1996, for example. We also have been successful in offering natural gas service to existing homes in Colorado which were using other energy sources for heating. We are helping to identify the best ways to preserve the air quality in these beautiful areas by utilizing gas logs and natural gas vehicles. Greeley Gas has expanded its irrigation market in southeast Colorado and southwestern Kansas, and has been successful in converting farmers who had been using electricity and propane engines to natural gas equipment.

We continue to add industrial customers despite the highly competitive market-place. We added a dozen new industrial customers in Kentucky, and began serving a manufacturing plant that had been



WESTERN KENTUCKY GAS COMPANY

HEADQUARTERS

Owensboro, Kentucky

DISTRICT OFFICES

Bowling Green, Danville, Madisonville, Owensboro, and Paducah, Kentucky

MILES OF PIPE

3,570

NUMBER OF EMPLOYEES

373

SIZE OF SERVICE AREA

12,000 square miles

POPULATION IN SERVICE AREA

680,000

AVERAGE CUSTOMERS SERVED

170,733

COMMUNITIES SERVED

163

DEGREE DAYS, 1996

4,610

(NORMAL 4,376)

REGULATORY AGENCIES

Kentucky Public Service Commission

PRESIDENT

R. Earl Fischer



TOTAL RETURN FOR 1996 WAS 23.7 PERCENT.
THIS NUMBER, WHICH REFLECTS ALL OF THE
COMPANY'S STRENGTHS, IS OUR ULTIMATE MEASURE OF PERFORMANCE.

"When we made a major system improvement in the Pleasanton area, we decided to establish a second shift. This not only helped customers by reducing the time they were without gas, it also cut our overtime expense. The mind set throughout our district is to find innovative ways to improve customer service and reduce expenses."

ROGER NASH, KANSAS DISTRICT MANAGER

using propane. Our employees serve on 15 industrial development boards in Kentucky, which are instrumental in attracting new industry. We also look for opportunities to serve industrial customers not directly attached to our natural gas system.

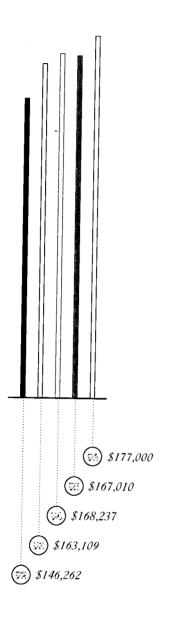
We continue to develop new markets for natural gas, such as natural gas vehicles.

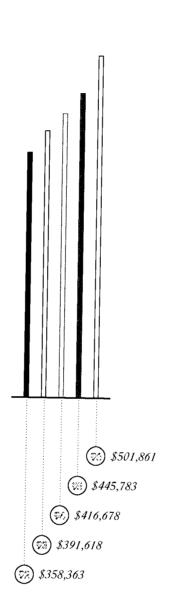
We're targeting diesel fleet vehicles for conversion to natural gas in Kentucky. The number of vehicles using our natural gas fueling facilities continues to climb from converting both large and small fleets, because of the environmental benefits and lower operating and maintenance costs gained with natural gas.

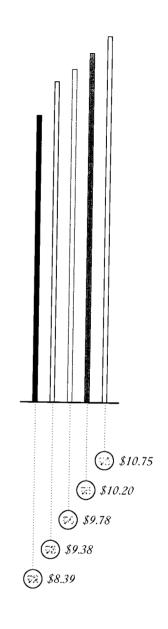
KEY MEASURES.

Atmos average customer growth rate for the past 10 years: 7.8 percent, through internal growth and through acquisitions.











CONSOLIDATED BALANCE SHEETS	
Constant Statements of the said	
Consolidated Statements of Shareholders' Equity	%
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CONSOLIDATED FIVE-YEAR FINANCIAL & STATISTICAL SUMMARY

CONSOLIDATED BALANCE SHEETS

	S	
(In thousands, except share data)	1996	1995
Assets		
Property, plant and equipment	\$654,571	\$589,801
Construction in progress	11,867	5,558
	666,438	595,359
Less accumulated depreciation and amortization	252,871	232,107
Net property, plant and equipment	413,567	363,252
Current assets		
Cash and cash equivalents	3,726	2,294
Accounts receivable, less allowance for doubtful		
accounts of \$716 in 1996 and \$916 in 1995	25,284	25,690
Inventories	7,174	6,747
Gas stored underground	14,652	10,758
Prepayments	1,489	2,747
Total current assets	52,325	48,236
Deferred charges and other assets	35,969	34,295
	\$501,861	\$445,783
CAPITALIZATION AND LIABILITIES		=======================================
Shareholders' equity		
Common stock, no par value (stated at \$.005 per share);		
authorized 75,000,000 shares; issued and outstanding		
1996 - 16,021,321 shares, 1995 - 15,519,112 shares	\$ 80	\$ 78
Additional paid-in capital	111,206	106,496
Retained earnings	61,012	51,704
Total shareholders' equity	172,298	158,278
Long-term debt	122,303	131,303
Total capitalization	294,601	289,581
Current liabilities		
Current maturities of long-term debt	9,000	7,000
Notes payable to banks	62,800	33,500
Accounts payable	31,640	24,945
Taxes payable	3,584	1,926
Customers' deposits	9,858	9,343
Other current liabilities	10,674	10,641
Total current liabilities	127,556	87,355
Deferred income taxes	39,056	33,120
Deferred credits and other liabilities	40,648	35,727
	\$501,861	\$445,783

CONSOLIDATED STATEMENTS OF INCOME

	Year ended September 30,		
(In thousands, except per share data)	1996	1995	1994
Operating revenues	\$483,744	\$435,820	\$499,808
Purchased gas cost	306,744	268,810	331,571
Gross profit	177,000	167,010	168,237
Operating expenses			
Operation	82,807	83,431	92,132
Maintenance	4,212	4,276	5,888
Depreciation and amortization	20,849	20,741	18,841
Taxes, other than income	16,879	16,611	16,808
Income taxes	13,310	9,574	8,102
Total operating expenses	138,057	134,633	141,771
Operating income	38,943	32,377	26,466
Other income (expense)			
Interest income	113	459	168
Other, net	(409)	(242)	335
Total other income (expense)	(296)	217	503
Interest charges	14,698	13,721	12,290
Net income	\$ 23,949	\$ 18,873	\$ 14,679
Net income per share	\$ 1.51	\$ 1.22	\$.97
Cash dividends per share	\$.96	\$.92	\$.88
Average shares outstanding	15,892	15,416	15,195

CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY

	Common	Common stock		
(In thousands, except share data)	NUMBER OF SHARES	STATED VALUE	ADDITIONAL PAID-IN CAPITAL	RETAINED EARNINGS
Balance, September 30, 1993	14,868,902	\$ 74	\$ 94,279	\$ 45,076
Net income	-	-	-	14,679
Cash dividends (\$.88 per share)	-	=	<u></u>	(12,612)
GGC distributions	-	-	-	(120)
Common stock issued				
Restricted stock grant plan	105,000	1	2,134	-
Direct stock purchase plan	173,801	1	3,037	•
Employee stock ownership plan	149,463	1	2,713	•
Other	<u> </u>	<u>-</u>	293	
Balance, September 30, 1994	15,297,166	77	102,456	47,023
Net income	-	-	-	18,873
Cash dividends (\$.92 per share)	-	-	-	(14,192)
Common stock issued				
Restricted stock grant plan	7,000	-	119	-
Employee stock ownership plan	214,946	1	3,876	-
Other	_ _	<u>-</u>	45	
Balance, September 30, 1995	15,519,112	78	106,496	51,704
Net income	-	-	-	23,949
Cash dividends (\$.96 per share)	-	-	-	(15,235)
Common stock issued				
Restricted stock grant plan	24,800	-	493	•
Outside directors stock-for-fee plan	2,521	-	60	-
Employee stock ownership plan	161,477	1	3,641	-
Oceana Heights acquisition	313,411	1	304	594
Other	-	-	212	-
Balance, September 30, 1996	16,021,321	\$80	\$111,206	\$61,012

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year ended September 30,		
(In thousands)	1996	1995	1994
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income	\$23,949	\$18,873	\$14,679
Adjustments to reconcile net income to net cash provided by operating activities			
Depreciation and amortization			
Charged to depreciation and amortization	20,849	20,741	18,841
Charged to other accounts	3,568	3,592	1,476
Deferred income taxes	5,944	2,809	244
Other	493	2,011	2,101
	54,803	48,026	37,341
Change in assets and liabilities			
(Increase) decrease in accounts receivable	406	3,988	(478)
(Increase) decrease in inventories	(427)	(859)	176
(Increase) decrease in gas stored underground	(3,894)	1,899	4,946
(Increase) decrease in prepayments	1,258	(438)	1,931
Decrease in deferred charges and other assets	(1,674)	(333)	(3,824)
Increase (decrease) in accounts payable	6,695	2,970	(7,128)
Increase (decrease) in taxes payable	1,862	(2,766)	(1,314)
Increase in customers' deposits	515	1,086	395
Increase in other current liabilities	33	3,603	583
Increase in deferred credits and other liabilities	4,921		8,596
Net cash provided by operating activities	64,498	58,502	41,224
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditures	(77,597)	(62,927)	(50,355)
Retirements of property, plant and equipment	3,764	2,749	1,906
Net cash used in investing activities	(73,833)	(60,178)	(48,449)
CASH FLOWS FROM FINANCING ACTIVITIES			
Net increase (decrease) in notes payable	29,300	(24,600)	22,400
Proceeds from issuance of long-term debt	-	40,000	-
Repayment of long-term debt	(7,000)	(4,000)	(9,850)
Cash dividends and distributions paid	(15,235)	(14,192)	(12,732)
Issuance of common stock	3,702	3,996	7,887
Net cash provided by financing activities	10,767	1,204	7,705
Net increase (decrease) in cash and cash equivalents	1,432	(472)	480
Cash and cash equivalents at beginning of year	2,294	2,766	2,286
Cash and cash equivalents at end of year	\$ 3,726	\$ 2,294	\$ 2,766

(1)

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of business - Atmos Energy Corporation and its subsidiaries ("Atmos" or the "Company") are in the business of distributing natural gas to residential, commercial, industrial and agricultural customers within service areas located in Texas, Louisiana, Kentucky, Colorado, Kansas and a small portion of Missouri. Such business is subject to federal and state regulation and/or regulation by local authorities in each of the six states in which the Company operates. The Company has no other material business segments.

Principles of consolidation - The accompanying consolidated financial statements include the accounts of Atmos Energy Corporation and its subsidiaries. Each subsidiary is wholly-owned and all material intercompany items have been eliminated.

Revenue recognition - Sales of natural gas are billed on a monthly cycle basis; however, the billing cycle periods for certain classes of customers do not necessarily coincide with accounting periods used for financial reporting purposes. The Company follows the revenue accrual method of accounting for natural gas revenues whereby revenues applicable to gas delivered to customers but not yet billed under the cycle billing method are estimated and accrued and the related costs are charged to expense. Estimated losses due to credit risk are reserved at the time revenue is recognized.

Property, plant and equipment - Property, plant and equipment is stated at original cost net of contributions in aid of construction. The cost of additions includes an allowance for funds used during construction and applicable overhead charges. Major renewals and betterments are capitalized, while the costs of maintenance and repairs are charged to expense as incurred. Property, plant and equipment is depreciated at various rates on a straight-line basis over the estimated useful lives of the assets. The composite rates were 3.8% and 4.1% for the years ended September 30, 1996 and 1995, respectively. The decrease in the composite rate in 1996 resulted from the decrease in Kentucky depreciation rates ordered by the Kentucky Public Service Commission as part of the rate case settlement in October 1995. At the time property, plant and equipment is retired, the cost, plus removal expenses and less salvage, is charged to accumulated depreciation.

Inventories - Inventories consist of materials and supplies and merchandise held for resale. Inventories are stated at the lower of average cost or market.

Gas stored underground - Net additions of inventory gas to underground storage and withdrawals of inventory gas from storage are priced using the average cost method. Non-current gas in storage is classified as property, plant and equipment and is priced at cost.

Income taxes - The Company provides deferred income taxes for significant temporary differences in the recognition of revenues and expenses for tax and financial reporting purposes.

Cash and cash equivalents - The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Deferred charges and other assets - Deferred charges and other assets at September 30, 1996 and 1995 include assets of the Company's qualified defined benefit retirement plans in excess of the plans' obligations in the amounts of \$9,970,000 and \$9,962,000, respectively, and Company assets related to the nonqualified retirement plans at September 30, 1996 and 1995 of \$17,808,000 and \$16,510,000, respectively.

Deferred credits and other liabilities - Deferred credits and other liabilities include customer advances for construction of \$8,458,000 and \$8,212,000 at September 30, 1996 and 1995, respectively; obligations under capital leases of \$2,769,000 and \$2,882,000 at September 30, 1996 and 1995, respectively; and obligations under the Company's nonqualified retirement plans of \$18,759,000 and \$16,125,000 at September 30, 1996 and 1995, respectively.

Earnings per share - The calculation of primary earnings per share is based on reported net income divided by weighted average common shares outstanding. The Company does not have other classes of stock or dilutive common stock equivalents.

Use of estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the reporting period. Actual results could differ from those estimates.

(2) BUSINESS COMBINATION ACTIVITY

Agreement to merge with United Cities Gas Company -In July 1996, the Company announced that it had reached a definitive agreement to merge with United Cities Gas Company ("United Cities") of Brentwood, Tennessee, by means of a tax-free reorganization. The Company will exchange approximately 13.1 million shares of its stock for all of the outstanding stock of United Cities. Atmos will be the surviving corporation. Atmos has agreed to increase the indicated annual dividend to not less than \$1.02 per share, for no less than four quarters, at the first Board meeting following the closing of the transaction. The transaction is expected to be accounted for by the pooling of interests method. The transaction is subject to approval by the United Cities and Atmos shareholders, which approvals were obtained on November 12, 1996. Approval by appropriate regulatory bodies will also be required among other conditions precedent to closing.

United Cities is a natural gas utility engaged in the distribution and sale of natural gas to approximately 310,000 customers in Tennessee, Illinois, Virginia, Kansas, Missouri, South Carolina, Georgia, and Iowa, and in the sale of propane to approximately 27,000 customers in Tennessee, Virginia and North Carolina. United Cities' assets consist principally of the property, plant and equipment used in its natural gas and propane sales and distribution businesses. Following consummation of the merger, Atmos intends to continue to operate the United Cities business as a division of Atmos, along with Atmos' Energas, Trans La, Western Kentucky, and Greeley divisions. The accompanying consolidated financial statements of the Company do not include the assets, liabilities, or operating results of United Cities.

On August 1, 1996, Southern Union Company filed a Schedule 13D with the Securities and Exchange Commission reporting that it owns 6:5% of United Cities' outstanding common stock. Subsequently, various lawsuits and complaints were filed by Atmos, United Cities, and Southern Union relating to the purported ownership of the stock by Southern Union, the actions of the United Cities board of directors in approving the merger with Atmos, and certain other matters. On November 2, 1996, all of the parties entered into a settlement agreement that resolved the disputes and requires, among other things, the dismissal of all such lawsuits and complaints.

Acquisition of Greeley Gas Company - On December 22, 1993, Atmos acquired by means of a merger all of the assets and liabilities of Greeley Gas Company ("GGC") in accordance with the terms and provisions of an Agreement and Plan of Reorganization dated July 2, 1993. GGC is a natural gas utility engaged in the distribution and sale of natural gas to residential, commercial, industrial, agricultural, and other customers throughout Colorado, Kansas, and a small portion of Missouri. All of the shares of GGC's common stock were exchanged for a total of 3,493,995 shares of Atmos common stock as adjusted for a 3-for-2 stock split (2,329,330 shares on a pre-split basis). See Note 5 for information regarding the stock split in May 1994. This merger transaction was accounted for as a pooling of interests; therefore, all historical financial statements and notes thereto have been restated. Subsequent to the merger, the business of GGC has been operated through the Company's Greeley Gas Company division (the "Greeley Gas Division").

Results of operations and net income for the previously separate companies for the period prior to the merger are as follows:

(In thousands)	Quarter ended December 31,	
Operating revenues		
Atmos	\$119,223	
GGC	26,278	
	\$145,501	
Net income		
Atmos	\$ 5,458	
GGC	1,630	
	\$ 7,088	

The dividends per share presentation on the consolidated statements of income reflects Atmos dividends declared per share as adjusted for the 3-for-2 stock split in May 1994. The cash dividends per share reflect the per share dividend declared by Atmos Energy Corporation for the year ended September 30, 1994. The restated cash dividends and distributions per share reflect the total amounts paid by Atmos and GGC to their shareholders, divided by the total amount of weighted average shares outstanding as restated for the shares issued to effect the merger between Atmos and GGC and the 3-for-2 stock split in May 1994.

Restated cash dividends and distributions per share:

	Year ended September 30,	
	1994	
Cash dividends per share	\$.88	
Restated cash dividends and		
distributions per share,		
including GGC	\$.84	



LONG-TERM DEBT AND NOTES PAYABLE

Long-term debt at September	30, 1996 and	1995 consisted of	f the following:

	· ——	
(In thousands)	1996	1995
Unsecured 7.95% Senior Notes, payable in annual installments of \$1,000 beginning		
August 31, 1997 through August 31, 2006 with semiannual interest payments	\$ 10,000	\$ 10,000
Unsecured 9.57% Senior Notes, payable in annual installments of \$2,000 beginning		
September 30, 1997 through September 30, 2006 with semiannual interest payments	20,000	20,000
Unsecured 9.76% Senior Notes, payable in annual installments of \$3,000 beginning		
December 30, 1995 through December 30, 2004 with semiannual interest payments	27,000	30,000
Unsecured 9.75% Senior Notes, payable in varying annual installments through		
December 30, 1996	1,000	3,000
Unsecured 11.2% Senior Notes, payable in annual installments of \$2,000 beginning		
December 30, 1993 through December 30, 2002 with semiannual interest payments	14,000	16,000
First Mortgage Bonds, 9.4% Series J, due May 1, 2021	17,000	17,000
Unsecured 10% Notes, due December 31, 2011	2,303	2,303
Unsecured 8.07% Senior Notes, payable in annual installments of \$4,000 beginning		
October 31, 2002 through October 31, 2006 with semiannual interest payments	20,000	20,000
Unsecured 8.26% Senior Notes, payable in annual installments of \$1,818 beginning		
October 31, 2004 through October 31, 2014 with semiannual interest payments	20,000	20,000
	131,303	138,303
Less amounts classified as current	(9,000)	(7,000)
	\$122,303	\$131,303
	<u> </u>	

The Company may prepay any of the Senior Notes in whole at any time, subject to a prepayment premium. The note agreements provide for certain cash flow requirements and restrictions on additional indebtedness, sale of assets and payment of dividends. Under the most restrictive of such covenants, cumulative cash dividends paid after September 30, 1988 may not exceed the sum of 75% of accumulated net income for periods after September 30, 1988 plus \$12,000,000 plus the proceeds from the sale of common stock after September 30, 1988. At September 30, 1996, approximately \$52,626,000 of shareholders' equity was not so restricted.

As of September 30, 1996, all of the Company's utility plant assets in Colorado, Kansas and Missouri with a net book value of approximately \$74,486,000 are subject to a lien under the 9.4% Series J First Mortgage Bonds assumed by the Company in the acquisition of GGC.

Based on the borrowing rates currently available to the Company for debt with similar terms and remaining average maturities, the fair value of long-term debt at September 30, 1996 and 1995 is estimated using discounted cash flow analysis to be \$140,678,000 and \$153,049,000, respectively. It is not currently advantageous for the Company to refinance its long-term debt because of prepayment costs set forth in the various debt agreements.

Maturities of long-term debt are as follows (in thousands):

1997	\$ 9,000
1998	8,000
1999	8,000
2000	8,000
2001	8,000
Thereafter	90,303
	\$131,303

Notes payable to banks - The Company has committed short-term, unsecured bank credit facilities totaling \$90,000,000, \$80,000,000 of which was unused at September 30, 1996. One facility of \$80,000,000 requires a commitment fee of 0.09% on the unused portion. A second facility for \$10,000,000 requires a commitment fee of 3/16 of 1% on the unused portion. The committed lines are renewed or renegotiated at least annually.

The Company also had aggregate uncommitted credit lines of \$165,000,000, of which \$112,200,000 was unused as of September 30, 1996. The uncommitted lines have varying terms and the Company pays no fee for the availability of the lines. Borrowings under these lines are made on a when and as-available basis at the discretion of the banks.

The weighted average interest rates on short-term borrowings outstanding at September 30, 1996 and 1995 were 6.2% and 7.0%, respectively.

(6) INCOME TAXES

The components of income tax expense for 1996, 1995 and 1994 are as follows:

(In thousands)	1996	1995	1994
Current	\$ 7,366	\$6,765	\$7,858
Deferred	5,944	2,809	244
	\$13,310	\$9,574	\$8,102

Included in the provision for income taxes are state income taxes of \$1,134,000, \$506,000, and \$328,000 for 1996, 1995, and 1994, respectively.

Deferred income taxes reflect the tax effect of differences between the basis of assets and liabilities for book and tax purposes. The tax effect of temporary differences that give rise to significant components of the deferred tax liabilities and deferred tax assets at September 30, 1996 and 1995 are as follows:

(In thousands)	1996	1995
Deferred tax assets		
Costs expensed for book purposes		
and capitalized for tax purposes	\$ 863	\$ 872
Accruals not currently deductible		
for tax purposes	1,403	1,045
Customer advances	2,629	2,020
Nonqualified benefit plans	7,616	7,107
Postretirement benefits	3,184	2,187
Other, net	1,348	2,902
Total deferred tax assets	17,043	16,133
Deferred tax liabilities		
Difference in net book value		
and net tax value of assets	50,799	43,549
Prepaid pensions	3,929	4,528
Other, net	1,371	1,176
Total deferred tax liabilities	56,099	49,253
Net deferred tax liabilities	\$39,056	\$33,120
SFAS No. 109 deferred accounts for		
rate regulated entities (included		
in other deferred credits):		
Liabilities	\$ 2,536	\$ 2,580

Reconciliations of the provisions for income taxes computed at the statutory rate to the reported provisions for income taxes for 1996, 1995 and 1994 are set forth below:

(In thousands)	Liability Method		
	1996	1995	1994
Tax at statutory rate of 35%	\$13,041	\$9,956	\$7,992
Financial expenses, not deductible for tax reporting Common stock dividends	63	35	503
deductible for tax reporting	(684)	(619)	(573)
State taxes	900	261	328
Other, net	(10)	(59)	(148)
Provision for income taxes	\$13,310	\$9,574	\$8,102

(B) STOCK SPLIT

On February 9, 1994, the Board of Directors of Atmos approved a 3-for-2 split of its common stock implemented in the form of a stock dividend, which resulted in share-holders receiving one new share for every two shares held. Fractional shares were not issued but were paid in cash or credited to the accounts of participants of the Dividend Reinvestment and Stock Purchase Plan ("DRSPP") and Employee Stock Ownership Plan ("ESOP"). The record date for the split was May 4, 1994 and the payment date for mailing the new shares and

cash for fractional shares to shareholders was May 16, 1994. All share and per share amounts in the financial statements and notes thereto have been restated to reflect this split, unless otherwise noted.

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COMMON STOCK AND STOCK OPTIONS

At the annual meeting of shareholders on February 8, 1995, the shareholders approved an increase in the number of authorized shares of common stock from 50,000,000 to 75,000,000.

The Company issued 24,800 shares of its common stock in fiscal 1996 in connection with its Restricted Stock Grant Plan.

The Company has an Employee Stock Ownership Plan as discussed in Note 7. It issued 161,477 shares under the plan in 1996. The Company has registered 1,600,000 shares for issuance under the plan, of which 713,353 shares were available for future issuance on September 30, 1996.

In August 1992, the Company announced a Direct Stock Purchase Plan ("DSPP") which was the successor to and replacement for the Dividend Reinvestment Plan ("DRP"). Members of the DRP were automatically enrolled in the DSPP. In November 1993, the Company amended the DSPP to remove the direct stock purchase feature of the plan and to rename the plan the Atmos Energy Corporation Dividend Reinvestment and Stock Purchase Plan. In January 1995, the direct stock purchase feature was reinstated and the name was changed back to the Direct Stock Purchase Plan. Participants in the DSPP may have all or part of their dividends reinvested at a 3% discount from market prices. DSPP participants may purchase additional shares of Company common stock as often as weekly with voluntary cash payments of at least \$25, up to an annual maximum of \$100,000. At September 30, 1996, 712,596 shares were available for future issuance under the plan.

On April 27, 1988, the Company adopted a Shareholders' Rights Plan and declared a dividend of one right (a "Right") for each outstanding pre-split share of common stock of the Company, payable to shareholders of record as of May 10, 1988. Each Right will entitle the holder thereof, until the earlier of May 10, 1998 or the date of redemption of the Rights, to buy one share of common stock of the Company at an exercise price of \$30 per share, subject to adjustment by the Board of Directors upon the occurrence of certain events. The Rights will be represented by the common stock certificates and are

not exercisable or transferable apart from the common stock until a "Distribution Date" (which is defined in the Rights Agreement between the Company and the Rights Agent as the date upon which the Rights become separate from the common stock).

At no time will the Rights have any voting rights. The exercise price payable and the number of shares of common stock or other securities or property issuable upon exercise of the Rights are subject to adjustment from time to time to prevent dilution. Until the Distribution Date, the Company will issue one Right with each share of common stock that becomes outstanding so that all shares of common stock will have attached Rights. After a Distribution Date, the Company may issue Rights when it issues common stock if the Board deems such issuance to be necessary or appropriate.

The Rights have certain anti-takeover effects and may cause substantial dilution to a person or entity that attempts to acquire the Company on terms not approved by the Board of Directors except pursuant to an offer conditioned upon a substantial number of Rights being acquired. The Rights should not interfere with any merger or other business combination approved by the Board of Directors because, prior to the time the Rights become exercisable or transferable, the Rights may be redeemed by the Company at \$.05 per Right.

The Company's Restricted Stock Grant Plan for management and key employees of the Company, which became effective October 1, 1987, provides for awards of common stock that are subject to certain restrictions. The plan is administered by the Board of Directors. The members of the Board who are not employees of the Company make the final determinations regarding participation in the plan, awards under the plan, and restrictions on the restricted stock awarded. The restricted stock may consist of previously issued shares purchased on the open market or shares issued directly from the Company. The Company registered 600,000 shares (900,000 post-split shares) for issuance under the plan. Compensation expense of \$795,000, \$1,015,000 and \$1,164,000 was recognized in 1996, 1995 and 1994, respectively, in connection with the issuance of shares under the plan. At September 30, 1996, 352,500 shares were available for future award under the plan.

In November 1994, the Board adopted the Outside Directors Stock-for-Fee Plan, which plan was approved by the shareholders of the Company in February 1995. The plan permits non-employee directors to receive all or part of their annual retainer and meeting fees in stock rather than in cash. The Company has registered 50,000 shares, 47,479 of which were available for future issuance under the plan as of September 30, 1996.

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EMPLOYEE RETIREMENT AND STOCK OWNERSHIP PLANS

At September 30, 1996, the Company had three defined benefit pension plans. One covers the Western Kentucky Division employees, one covers the Greeley Gas Division employees, and the third covers all other Atmos employees. The plans provide essentially the same benefits to all employees. Benefits are based on years of service and the employee's compensation during the highest paid five consecutive calendar years within the last 10 years of employment. The Company's funding policy is to contribute annually an amount in accordance with the requirements of the Employee Retirement Income Security Act of 1974. Contributions are intended to provide not only for benefits attributed to service to date but also for those expected to be earned in the future.

The following table sets forth the Atmos plan's funded status at September 30, 1996 and 1995:

(In thousands)	1996	1995
Actuarial present value of benefit obligations		
Accumulated benefit obligation,		
including vested benefits of		
\$77,089 and \$74,967 in 1996		
and 1995, respectively	\$(77,513)	\$(75,529)
Projected benefit obligation	\$(86,571)	\$(84,182)
Plan assets at fair value	90,157	82,464
Funded status	3,586	(1,718)
Unrecognized net asset being		
recognized over 15 years	(198)	(416)
Unrecognized prior service cost	(1,359)	(1,812)
Unrecognized net (gain) loss	(3,086)	3,514
Accrued pension cost	\$ (1,057)	\$ (432)

Net periodic pension cost for the Atmos plan for 1996, 1995 and 1994 included the following components:

(In thousands)	1996	1995	1994
Service cost	\$ 2,235	\$ 1,862	\$1,846
Interest cost on projected			
benefit obligation	6,434	6,060	5,614
Actual return on plan assets	(11,342)	(12,200)	(955)
Net amortization and			
deferral	3,298	5,007	(5,778)
Net periodic pension cost	\$ 625	\$ 729	\$ 727

The following table sets forth the Western Kentucky Gas Division plan's funded status at September 30, 1996 and 1995:

(In thousands)	1996	1995
Actuarial present value of benefit obligations		
Accumulated benefit obligation,		
including vested benefits of		
\$30,934 and \$27,236 in 1996		
and 1995, respectively	\$(30,983)	\$(27,262)
Projected benefit obligation	\$(35,673)	\$(31,642)
Plan assets at fair value	46,478	42,216
Funded status	10,805	10,574
Unrecognized prior service cost	4,829	2,855
Unrecognized net gain	(4,361)	(2,468)
Prepaid pension cost	\$ 11,273	\$ 10,961

Net periodic pension cost for 1996, 1995 and 1994 included the following components:

(In thousands)	1996	1995	1994
Service cost	\$ 672	\$ 706	\$ 729
Interest cost	2,431	2,306	2,160
Actual return on plan assets	(5,771)	(6,355)	324
Net amortization and deferral	2,356	3,399	(3,097)
Net periodic pension cost (benefit)	\$ (312)	\$ 56	\$ 116

The weighted-average discount rates used in determining the actuarial present value of the projected benefit obligations of the Atmos and WKG retirement plans was 7.5% at June 30, 1996 and 1995. The rate of increase in future compensation levels reflected in such determination was 4.0% for the years ended September 30, 1996 and 1995. The expected long-term rate of return on plan assets was 9.5%, 10.0% and 9.5% for the years ended September 30, 1996, 1995 and 1994, respectively. The plan assets consist primarily of investments in common stocks, interest bearing securities and interests in commingled pension trust funds. Prepaid pension cost is included in deferred charges and other assets.

The following table sets forth the Greeley Gas Division plan's funded status at September 30, 1996 and 1995:

(In thousands)	1996	1995
Actuarial present value of benefit		
obligations		
Accumulated benefit obligation,		
including vested benefits of		
\$15,110 and \$13,134 in 1996		
and 1995, respectively	\$(15,252) ======	\$(13,385)
Projected benefit obligation	\$(17,666)	\$(15,148)
Plan assets at fair value	16,086	14,607
Funded status	(1,580)	(541)
Unrecognized net asset being		
recognized over 15 years	(1,521)	(1,810)
Unrecognized prior service cost	1,480	419
Unrecognized net loss	1,375	1,370
Accrued pension cost	\$ (246)	\$ (562)

Net periodic pension cost (credit) for the Greeley Gas Division plan for 1996, 1995 and 1994 included the following components:

(In thousands)	1996	1995	1994
Service cost	\$ 453	\$ 328	\$ 486
Interest cost on projected			
benefit obligation	1,185	1,208	1,039
Actual return on plan			
assets	(2,390)	(2,530)	441
Net amortization and			
deferral	810	1,217	(1,795)
Net periodic pension			
cost	\$ 58	<u>\$ 223</u>	<u>\$ 171</u>

Accumulated plan benefits were computed using the Projected Unit Credit funding method. The discount rate and rate of increase in future compensation levels used in determining the actuarial present value of the projected benefit obligations were 7.5% and 4.0% in both 1996 and 1995. The expected long-term rate of

return on plan assets was 9.5%, 10.0% and 9.5% in 1996, 1995 and 1994, respectively. Plan assets consist primarily of corporate bonds, equity securities, mutual funds, partnership interests, and other miscellaneous investments. The actual return on plan assets in 1994 resulted in a loss of \$441,000 due to writedowns of certain plan assets to reflect current market value.

Effective October 1, 1987, the Company adopted a nonqualified Supplemental Executive Benefits Plan ("Supplemental Plan") which provides additional pension, disability and death benefits to the officers and certain other employees of the Company. Expense recognized in connection with the Supplemental Plan during fiscal 1996, 1995 and 1994 was \$2,708,000, \$2,158,000 and \$2,062,000, respectively.

The Company sponsors an Employee Stock Ownership Plan. Full time employees who have completed one year of service, as defined in the plan, are eligible to participate. Each participant enters into a salary reduction agreement with the Company pursuant to which the participant's salary is reduced by an amount not less than 2% nor more than 10%. Taxes on the amount by which the participant's salary is reduced are deferred pursuant to Section 401(k) of the Internal Revenue Code. The amount of the salary reduction is contributed by the Company to the ESOP for the account of the participant. The Company may make a matching contribution for the account of the participant in an amount determined each year by the Board of Directors, which amount must be at least equal to 25% of all or a portion of the participant's salary reduction. For the 1996 plan year, the Board of Directors elected to match 100% of each participant's salary reduction contribution up to 4% of the participant's salary. Matching contributions to the ESOP amounted to \$1,944,000, \$1,977,000, and \$1,780,000 for 1996, 1995 and 1994, respectively. The Directors may also approve discretionary contributions, subject to the provisions of the Internal Revenue Code of 1986 and applicable regulations of the Internal Revenue Service. The Company recorded a charge of \$1,500,000 for a discretionary contribution in the year ended September 30, 1996. Company contributions to the plan are expensed as incurred.

Effective January 1, 1988, the Greeley Gas Division adopted a 401(k) plan that covered substantially all the Greeley Gas Division employees. Total employer contributions to the 401(k) plan were \$141,000 for the period ended September 30, 1994. Contributions to

the plan were discontinued on March 31, 1994 and participants were enrolled in the Atmos ESOP on April 1, 1994.

(B) **(**

OTHER POSTRETIREMENT BENEFITS

In addition to providing pension benefits, the Company provides certain other postretirement benefits for retired employees, the major benefit being health care. Prior to 1994, the cost of other postretirement benefits was recognized by expensing claims and annual insurance premiums as incurred.

Effective October 1, 1993, the Company adopted Financial Accounting Standards No. 106 ("SFAS No. 106"), "Employers' Accounting for Postretirement Benefits Other Than Pensions". SFAS No. 106 focuses principally on postretirement health care benefits and significantly changed the practice of accounting for postretirement benefits on a pay-as-you-go basis by requiring accrual of such benefit costs on an actuarial basis from the date each employee reaches age 45 until the date of full eligibility for such benefits. The Company is amortizing on a straight line basis the initial transition obligation of \$33,354,000 over 20 years. The effect of adopting the new rules increased net periodic postretirement benefits cost for the year ended September 30, 1994 by \$3,789,000 and decreased net income by \$2,440,000. Approximately \$746,000 of this increased cost was recovered through rates during 1994.

Atmos sponsors two defined benefit postretirement plans other than pensions. One plan provides medical, dental, and vision benefits to retired employees of Greeley Gas Company. The other offers medical benefits to all other retired Atmos employees. Substantially all of the Company's employees may become eligible for these benefits if they reach retirement age while working for the Company and attain 10 consecutive years of service after age 45. Participant contributions are required under these plans. Prior to June 1994, the plans were not funded. In June 1994, the Company made its first quarterly payment to the external trust set up to fund SFAS No. 106 costs in excess of the pay-asyou-go cost in Kansas in accordance with an order of the Kansas Corporation Commission. In April, 1995 it began external funding in Colorado in accordance with an order of the Colorado Public Utility Commission. The amount of funding will ultimately depend upon the ratemaking treatment allowed in the Company's various rate jurisdictions.

The components of net periodic postretirement benefits cost for each of the years ended September 30, 1996, 1995 and 1994 are as follows:

(In thousands)	1996	1995	1994
Service cost	\$1,469	\$1,497	\$1,817
Interest cost	2,224	2,322	2,269
Actual return on plan assets	(39)	(18)	-
Amortization of transition obligation	1,550	1,549	1,668
Net amortization and deferral	(80)	(150)	
Net periodic postretirement benefits cost	\$5,124	\$5,200	\$5,754

The following is a reconciliation of the funded status of the plans to the net postretirement benefits liability on the balance sheet as of September 30, 1996 and 1995:

(In thousands)	1996	1995
Accumulated postretirement		
benefits obligation		
Retirees	\$(19,849)	\$(20,402)
Fully eligible employees	(6,426)	(5,906)
Other employees	(4,644)	(4,468)
	(30,919)	(30,776)
Plan assets	927	594
Accumulated postretirement		
benefits obligation in excess		
of plan assets	(29,992)	(30,182)
Unrecognized net gain	(4,775)	(3,807)
Unrecognized transition		
obligation	26,342	27,892
Accrued postretirement		
benefits liability	\$ (8,425)	\$ (6,097)

In the latest actuarial calculation of the accrued postretirement benefits liability, the assumed health care cost trend rate used to estimate the cost of postretirement benefits was 8.0% for 1996, 7.5% for 1997 and is assumed to decrease gradually to 5.0% by 2000 and remain at that level thereafter. Similarly, the dental trend rate was 7.0% for 1996 at which time dental benefits were discontinued. The trend for vision benefits is assumed to remain level for all years at 4.5%. The effect of a 1% increase in the assumed health care cost trend rate for each future year is \$344,000 and \$353,000 on the annual aggregate of the service and interest cost components of net periodic postretirement benefit costs and \$2,377,000 and \$2,355,000 on the accumulated postretirement benefits obligation as of September 30, 1996 and 1995, respectively. The assumed discount rate, the rate at which liabilities could be settled, was 7.5% as of September 30, 1996 and 1995.

The Company is currently recovering other postretirement benefits ("OPEB") costs through its regulated rates under SFAS No. 106 accrual accounting in Colorado, Kansas, the majority of its Texas service area and in Kentucky (effective November 1, 1995). It receives rate treatment as a cost of service item for OPEB costs on the pay-as-you-go basis in Louisiana. Management believes that accrual accounting in accordance with SFAS No. 106 is appropriate and will continue to seek rate recovery of accrual-based expenses in its ratemaking jurisdictions that have not yet approved the recovery of these expenses.

POSTEMPLOYMENT BENEFITS

The Company also provides postemployment benefits, primarily workers' compensation, to former or inactive employees after employment but before retirement. Effective October 1, 1994, the Company adopted Statement of Financial Accounting Standards No. 112, "Employers Accounting for Postemployment Benefits" ("SFAS No. 112"). SFAS No. 112 requires that certain benefits provided to former or inactive employees, after employment but before retirement, such as workers' compensation, disability benefits and health care continuation coverage be accrued if attributable to the employees' prior service. Prior to October 1, 1994, such postemployment benefit costs were recorded and recovered in rates on the pay-as-you-go basis. Both the cumulative effect of adopting SFAS No. 112, as well as the effect of the new standard upon the recurring expense being recognized for these benefits in 1996 and 1995, were not material.

Contingencies

On March 15, 1991, suit was filed in the 15th Judicial District Court of Lafayette Parish, Louisiana, by the "Lafayette Daily Advertiser" and others against the Trans La Division, Trans Louisiana Industrial Gas Company, Inc. ("TLIG"), a wholly owned subsidiary of the Company, and Louisiana Intrastate Gas Corporation and certain of its affiliates ("LIG"). LIG is the Company's primary supplier of natural gas in Louisiana and is not otherwise affiliated with the Company.

The plaintiffs purported to represent a class consisting of all residential and commercial gas customers in the Trans La Division's service area. Among other things, the lawsuit alleged that the defendants violated antitrust laws of the state of Louisiana by manipulating the cost-of-gas component of the Trans La Division's gas rate to the purported customer class, thereby causing such purported class members to pay a higher rate. The plaintiffs made no specific allegation of an amount of damages.

The defendants brought an appeal to the Louisiana Supreme Court of rulings by the trial court and the Third Circuit Court of Appeal which denied defendants' exceptions to the jurisdiction of the trial court. It was the position of the defendants that the plaintiffs' claims amount to complaints about the level of gas rates and should be within the exclusive jurisdiction of the Louisiana Commission.

On January 19, 1993, the Louisiana Supreme Court issued a decision reversing in part the lower courts' rulings, dismissing all of plaintiffs' claims against the defendants which seek damages due to alleged overcharges and further ruling that all such claims are within the exclusive jurisdiction of the Louisiana Commission. Any claims which seek damages other than overcharges were remanded to the trial court but were stayed pending the completion of the Louisiana Commission proceeding referred to below.

The Company has reached a tentative settlement with the plaintiffs in the context of the Louisiana Commission proceeding referred to below, which settlement will resolve all outstanding issues relating to the Company, subject to certain procedural conditions.

On July 14, 1995, the Louisiana Commission entered an order approving a settlement with the Company and TLIG in connection with its investigation of the costs included in the Trans La Division's purchased gas adjustment component in its rates. The order exonerated the Company of any wrongdoing or manipulation of the cost of gas component of its gas rate to residential and commercial customers. In the settlement, the Company agreed to refund approximately \$541,000 plus interest to the Trans La Division's customers over a two-year period due to certain issues related to the calculation of the weighted average cost of gas. The refund totaling approximately \$1,016,000, which includes interest calcu-

lated through October 1, 1995, began in September 1995 and will be credited to customer bills along with interest that accrues after October 1, 1995. The Company refunded \$533,000 under the settlement for the twelve months ended September 30, 1996. Most of the issues that generated the refunds arose before Trans Louisiana Gas Company was acquired by the Company in 1986.

The Greeley Gas Company Division of the Company is a defendant in several lawsuits filed as a result of a fire in a building in Steamboat Springs, Colorado on February 3, 1994. The plaintiffs claim that the fire resulted from a leak in a severed gas service line owned by the Greeley Division. On January 12, 1996, the jury awarded the plaintiffs approximately \$2.5 million in compensatory damages and approximately \$2.5 million in punitive damages. The jury assessed the Company with liability for all of the damages awarded. The Company has filed a Notice of Appeal with the Colorado Court of Appeals with respect to this case. The Company has adequate insurance to cover the compensatory damages awarded. The Company's insurance carrier informed the Company that, based upon a recent Colorado Court ruling, the punitive damages awarded against the Company cannot be covered by the Company's insurance policy. The Company is reviewing the position of the insurance carrier with respect to coverage of punitive damages. The Company believes it has meritorious issues for an appeal but cannot assess, at this time, the likelihood of success in the appeal.

From time to time, claims are made and lawsuits are filed against the Company arising out of the ordinary business of the Company. In the opinion of the Company's management, liabilities, if any, arising from these actions are either covered by insurance, adequately reserved for by the Company or would not have a material adverse effect on the financial condition of the Company.

STATEMENT OF CASH FLOWS

Supplemental disclosures of cash flow information for 1996, 1995 and 1994 are presented below:

(In thousands)	1996	1995	1994
Cash paid for			
Interest	\$15,717	\$11,503	\$12,756
Income taxes	6,679	10,123	6,352



(2) LEASES

The Company has entered into noncancelable leases involving office space and warehouse space. The remaining lease terms range from one to 20 years and generally provide for the payment of taxes, insurance and maintenance by the lessee. Net property, plant and equipment included amounts for capital leases of \$2,511,000 and \$2,694,000 at September 30, 1996 and 1995, respectively.

The related future minimum lease payments at September 30, 1996 were as follows:

(In thousands)	CAPITAL LEASES	OPERATING LEASES
1997	\$ 568	\$ 7,725
1998	568	7,216
1999	568	7,190
2000	568	7,178
2001	568	7,050
Thereafter	2,847	52,314
Total minimum lease payments	5,687	\$88,673
Less amount representing interest	(2,918)	
Present value of net minimum lease payments	\$2,769	

Consolidated rent expense amounted to \$7,448,000, \$6,643,000 and \$6,490,000 for fiscal 1996, 1995 and 1994, respectively. Rents for the regulated business are expensed and the Company receives rate treatment as a cost of service on a pay-as-you-go basis.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

Management is responsible for the preparation, presentation and integrity of the financial statements and other financial information in this report. The accompanying financial statements have been prepared in accordance with generally accepted accounting principles, and include estimates and judgments made by management that were necessary to prepare the statements in accordance with such accounting principles.

The Company maintains a system of internal accounting controls designed to provide reasonable assurance that assets are safeguarded from loss and that transactions are executed and recorded in accordance with established procedures. The concept of reasonable assurance is based on the recognition that the cost of maintaining a system of internal accounting controls should not exceed related benefits. The system of internal accounting controls is supported by written policies and guidelines, internal auditing and the careful selection and training of qualified personnel.

The financial statements have been audited by the Company's independent auditors. Their audit was made in accordance with generally accepted auditing standards, as indicated in the Report of Independent Auditors, and included a review of the system of internal accounting controls and tests of transactions to the extent they considered necessary to carry out their responsibilities for the audit.

Management has considered the internal auditors' and the independent auditors' recommendations concerning the Company's system of internal control and has taken actions that we believe are cost-effective in the circumstances to respond appropriately to these recommendations. The Audit Committee of the Board of Directors meets periodically with the internal auditors and the independent auditors to discuss the Company's internal accounting controls, auditing and financial reporting matters.

REPORT OF ERNST & YOUNG LLP, INDEPENDENT AUDITORS

Board of Directors Atmos Energy Corporation

We have audited the accompanying consolidated balance sheets of Atmos Energy Corporation at September 30, 1996 and 1995, and the related consolidated statements of income, shareholders' equity and cash flows for each of the three years in the period ended September 30, 1996. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Atmos Energy Corporation at September 30, 1996 and 1995, and its consolidated results of operations and its cash flows for each of the three years in the period ended September 30, 1996 in conformity with generally accepted accounting principles.

Dallas, Texas

November 4, 1996

Ernst + Young LLP

Introduction

The Company distributes and sells natural gas to residential, commercial, industrial and agricultural customers in six states. Such business is subject to federal and state regulation and/or regulation by local authorities in each of the states in which the Company operates. In addition, the Company's business is affected by seasonal weather patterns, competitive factors within the energy industry, and economic conditions in the areas that the Company serves.

RATE ACTIVITY

In May 1996, the Company filed to increase revenues by approximately \$7.7 million for a portion of its Energas Company service area, which includes approximately 200,000 customers inside the city limits of 67 cities in West Texas. All cities either approved, or took no action to reject, a settlement allowing a \$5.3 million increase in annual revenues to be effective for bills rendered on or after November 1, 1996. In October 1996, the Company filed to increase revenues by approximately \$5.5 million for the remaining rural customers in West Texas.

In February 1995, the Company filed with the Kentucky Commission for a rate increase for its Western Kentucky Division. In October 1995, the Kentucky Commission issued an order authorizing the Company to increase its rates by \$2.3 million annually effective November 1, 1995, and by an additional \$1.0 million annually beginning in March 1996. The settlement included a decrease in depreciation rates, recovery of expenses related to adoption of SFAS No. 106 and included a provision for the Company to begin a three-year demand-side management pilot program for the 1996-97 heating season, which could cost up to \$450,000 annually, resulting in a total annual operating income increase of approximately \$4.0 million. The Company provides natural gas service to approximately 171,000 customers in Kentucky.

In September 1994, the Company filed to increase revenues by approximately \$2.6 million for a portion of its Energas Company service area, which includes approximately 217,000 customers both inside and outside of 67 cities in West Texas. The Company requested recovery of accrual accounting for postretirement benefits in accordance with SFAS No. 106. See Note 8 of the accompanying notes to consolidated financial statements for SFAS No. 106 information. In November

1994, the Company implemented an annual revenue increase of approximately \$1.5 million affecting approximately 195,000 customers located inside the city limits of towns in this portion of its Energas Division. Upon approval by the Railroad Commission of Texas in January 1995, the Company implemented an annual increase of approximately \$.2 million relating to the 22,000 remaining rural customers.

Effective December 1, 1993, GGC received an annual rate increase of approximately \$2.1 million or 10.6% in its Kansas service area. The increase reflects recovery of SFAS No. 106 expenses with external funding and a moratorium on rate requests in Kansas until December 1, 1996.

GGC filed a request for an increase in annual revenues of \$4.5 million with the Colorado Public Utility Commission in September, 1993. On May 1, 1994, the Company implemented an annual increase of \$3.2 million or an increase in revenues of 6.9% in Phase I of this proceeding. The Phase I rates reflect recovery of SFAS No. 106 expenses with external funding, consistent with the recommended decision of the presiding administrative law judge. In October 1994, the Colorado Commission issued its order affirming the increase as set forth in Phase I. In March 1995, the Greeley Gas Division filed Phase II in the rate proceeding, which addressed rate structure. In September 1995 all parties to the proceeding entered into a stipulation and agreement which became final in November 1995 upon the recommendation by an administrative law judge of the Colorado Commission.

In September 1992, the Louisiana Commission issued a rate order for the Company's Louisiana service area, which included a rate stabilization clause ("RSC") for three years that provided for an annual adjustment to the Company's rates to reflect changes in expenses, revenues and invested capital following an annual review. The RSC provided an opportunity for a return on jurisdictional common equity of between 11.75% and 12.25%. As a result of the Company's filings under the RSC, an increase of \$730,000 annually or 2% went into effect on March 1, 1993, an increase of \$1.1 million annually or 2.7% went into effect on March 1, 1994, and the third increase of \$1.1 million annually or 2.0% went into effect on March 6, 1995. In April 1996, the Company filed a request with the Louisiana Commission to extend the rate stabilization mechanism.

ACQUISITIONS AND MERGERS

The Company has expanded its customer base and sought to diversify the regulations, weather patterns and local economic conditions to which it is subject through acquisitions in fiscal years 1995, 1994, 1987, and 1986. The Company continues to consider and pursue, where appropriate, additional acquisitions of natural gas distribution properties and other business opportunities.

In July 1996, the Company entered into a definitive agreement with United Cities Gas Company of Brentwood, Tennessee providing for the merger of United Cities with and into the Company. Completion of the merger is dependent upon the approval of the shareholders and regulators of both companies, as well as other conditions precedent to closing. Shareholder approvals were obtained on November 12, 1996.

In November 1995, the Company acquired privately held Oceana Heights Gas Company ("Oceana") of Thibodaux, Louisiana. Oceana provides natural gas service to approximately 9,200 customers and is located adjacent to a system in LaFourche Parish that was acquired by Atmos in 1994. The transaction was accounted for as a pooling of interests. The outstanding shares of Oceana's capital stock were converted into shares of Atmos common stock having a market value equal to the \$6.4 million purchase price. Oceana was merged into the Trans La Division, bringing Trans La to nearly 80,000 customers.

In December 1993, the Company acquired Greeley Gas Company ("GGC") of Denver, Colorado in a merger transaction accounted for as a pooling of interests; therefore, all historical financial statements and notes thereto have been restated to retroactively reflect this merger. At that time, GGC was a privately held company providing natural gas service to nearly 100,000 customers in 122 communities in Colorado, Kansas and a small service area in Missouri. The transaction was structured to be a tax-free reorganization. The Company exchanged 2,329,330 shares of its common stock before the 3-for-2 stock split (3,493,995 shares on a post-split basis) for all of the outstanding stock of GGC. For further information regarding acquisition activity, see Note 2 of notes to consolidated financial statements.

RESULTS OF OPERATIONS

Year ended September 30, 1996 compared with year ended September 30, 1995

Operating revenues increased 11% to \$483.7 million in 1996 from \$435.8 million in 1995 due to weather that was 10% colder than in 1995 and a 6% increase in the average cost of gas per thousand cubic feet ("Mcf") sold. Average gas sales revenues per Mcf increased from 1995 by \$.16 to \$3.99 in 1996, while the average cost of gas per Mcf sold increased \$.14 to \$2.60 in 1996. The number of meters in service increased to 674,058 at September 30, 1996 compared with 658,114 at September 30, 1995. Sales to weather sensitive residential, commercial and public authority customers increased approximately 7.0 billion cubic feet ("Bcf") in 1996 while sales to industrial and agricultural customers increased approximately 1.6 Bcf. Total sales volumes increased 8% to 117.9 Bcf in 1996, as compared with 109.3 Bcf in 1995. Revenues from gas transported for others decreased \$3.4 million to approximately \$8.3 million in fiscal 1996 due to a decrease in volumes transported of 3.9 Bcf to 26.5 Bcf in 1996.

Gross profit increased by approximately 6% to \$177.0 million in 1996 from \$167.0 million in 1995. The primary factor contributing to the higher gross profit was higher volumes sold due to colder weather. Operating expenses, excluding income taxes, decreased slightly to \$124.7 million in 1996 from \$125.1 million in 1995, due primarily to decreased operation expense. The Company also adopted Statement of Financial Accounting Standards No. 106, "Employers' Accounting for Postretirement Benefits Other Than Pensions" ("SFAS No. 106") in 1994. It has been successful in seeking recovery of SFAS No. 106 expenses in the majority of its service areas and will continue to seek recovery in its remaining service areas. See Note 8 of the accompanying notes to consolidated financial statements. Income taxes increased to \$13.3 million for 1996 from \$9.6 million for 1995. The primary reason for the increase was higher pre-tax profits. The effective tax rate increased to 35.7% in 1996 from 33.7% in 1995. This was primarily due to the decreased impact of permanent differences on the higher pre-tax profits in 1996. Operating income increased in 1996 by approximately 20% to \$38.9 million from \$32.4 million in 1995. The increase in operating income resulted primarily from the increase in 1996 gross profit, partially offset by increases in taxes, as discussed above.

Net income increased in 1996 by approximately 27% to \$23.9 million from \$18.9 million in the prior year. This increase in net income resulted primarily from the increase in operating income, which was partially offset by a \$1.0 million increase in interest expense. Net income per share increased to \$1.51 for 1996 from \$1.22 for 1995. Average shares outstanding increased 3% to 15,892,000 in 1996 from 1995.

Year ended September 30, 1995 compared with year ended September 30, 1994

Operating revenues decreased approximately 13% to \$435.8 million in 1995 from \$499.8 million in 1994 due to weather that was 9% warmer than in 1994 and a 14% decrease in the average cost of gas per Mcf sold. Average gas sales revenues per Mcf decreased from 1994 by \$.31 to \$3.83 in 1995, while the average cost of gas per Mcf sold decreased \$.40 to \$2.46 in 1995. The number of meters in service increased to 658,114 at September 30, 1995 compared with 649,319 at September 30, 1994. Sales to weather sensitive residential, commercial and public authority customers decreased approximately 6.3 Bef in 1995 while sales to industrial and agricultural customers decreased approximately .5 Bcf. Total sales volumes decreased 5.8% to 109.3 Bcf in 1995, as compared with 1994. Revenues from gas transported for others decreased \$2.4 million to approximately \$11.7 million in fiscal 1995 due to a decrease in volumes transported of 4.8 Bcf to 30.5 Bcf in 1995.

Gross profit decreased by approximately 1% to \$167.0 million in 1995 from \$168.2 million in 1994. The primary factor contributing to the lower gross profit was lower volumes sold and transported due to warmer weather. The effect of warmer weather on gross profit was substantially reduced by implementing rate increases totaling \$2.8 million and \$6.4 million in 1995 and 1994, respectively. Operating expenses, excluding income taxes, decreased 6% to \$125.1 million in 1995 from \$133.7 million in 1994, due primarily to decreased operation and maintenance expense. Operation and maintenance expense decreased \$10.3 million due to decreased distribution expense, customer accounts expenses, employee welfare and pension expenses, rent expense, and outside services expense. In 1994 the GGC acquisition and assimilation costs were approximately \$1.5 million and the cost of an early retirement program was approximately \$1.3 million. The acquisition and assimilation costs as well as the early retirement program were one-time costs associated with the GGC acquisition. Income taxes increased to

\$9.6 million for 1995 from \$8.1 million for 1994. The primary reason for the increase was higher pre-tax profits. The effective tax rate decreased to 33.7% in 1995 from 35.6% in 1994. This was primarily due to the impact of increased permanent differences on the higher pre-tax profits in 1995. Operating income increased in 1995 by approximately 22% to \$32.4 million from \$26.5 million in 1994. The increase in operating income resulted primarily from decreases in 1995 operating expenses as discussed above.

Net income increased in 1995 by approximately 29% to \$18.9 million from \$14.7 million in the prior year. This increase in net income resulted primarily from an increase in operating income, which was partially offset by a \$1.4 million increase in interest expense. Net income per share increased to \$1.22 for 1995 from \$.97 for 1994. Average shares outstanding increased 1% to 15,416,000 in 1995 from 1994.

The Company estimates that the impact of the weather being 10% warmer than normal for 1995 caused net income to be approximately \$4.0 million less than it would have been had the Company experienced normal temperatures in its respective service areas. Weather was approximately 1% warmer than normal for 1994.

CAPITAL RESOURCES AND LIQUIDITY

(See "Consolidated Statements of Cash Flows")

CASH FLOWS FROM OPERATING ACTIVITIES

Cash flows from operating activities totaled \$64.5 million for 1996 compared with \$58.5 million for 1995 and \$41.2 million for 1994. In 1996 the Company experienced an increase in net income as compared with 1995 and 1994. Depreciation and deferred income taxes increased in 1996 and 1995 because of increasing capital expenditures. Gas stored underground increased in 1996 because of higher gas cost, but decreased in 1995 and 1994 because of substantially lower gas prices during the summers of 1995 and 1994 when the storage reservoirs were being refilled. See "Consolidated Statements of Cash Flows" for other changes in assets and liabilities.

CASH FLOWS FROM INVESTING ACTIVITIES

Net cash used in investing activities totaled \$73.8 million in 1996 compared with \$60.2 million in 1995 and \$48.4 million in 1994. Capital expenditures in fiscal 1996 amounted to \$77.6 million compared with \$62.9 million in 1995 and \$50.4 million in 1994. Currently budgeted capital expenditures for 1997 total \$63.8 million and include major expenditures for mains, services, meters and vehicles. The Board of Directors in November 1996, also approved an additional \$24.0 million in capital expenditures in 1997 for a Customer Information System ("CIS") project. The CIS project includes application software, related technology infrastructure and business process changes. Capital expenditures will be financed from internally generated funds and financing activities, as discussed below.

CASH FLOWS FROM FINANCING ACTIVITIES

Net cash provided by financing activities totaled \$10.8 million for 1996 compared with \$1.2 million for 1995 and \$7.7 million for 1994. Financing activities during these periods included issuance of common stock, dividend payments, borrowings from banks, and issuance and repayments of long-term debt.

Cash dividends and distributions paid. The Company paid \$15.2 million in cash dividends during 1996 compared with \$14.2 million in 1995 and \$12.7 million in 1994. The \$1.0 million increase over 1995 primarily reflects an increase in the Company's quarterly dividend rate and

an increase in the number of shares of common stock outstanding in 1996. Including fiscal 1997, the Company has increased its dividend rate for nine consecutive years.

Short-term financing activities. At September 30, 1996, the Company had committed lines of credit totaling \$90.0 million, \$80.0 million of which was unused, in order to provide for short-term cash requirements. These credit facilities are negotiated at least annually. At September 30, 1996, the Company also had uncommitted short-term credit lines of \$165.0 million, of which \$112.2 million was unused. During 1996, notes payable increased \$29.3 million compared with a decrease of \$24.6 million during 1995 and an increase of \$22.4 million in 1994. The decrease in fiscal 1995 was primarily due to repayment of short-term debt with the proceeds from the issuance of long-term debt in November 1994.

Long-term financing activities. During the first quarter of fiscal 1997 the Company has been in the process of arranging to borrow \$40.0 million under a loan agreement with a bank and has been seeking the necessary regulatory approvals. The term of the loan will be one day less than two years and the rate will be set at current market rates. The proceeds will be used to refinance short-term debt. Pending regulatory approval, the Company expects to complete the transaction in November 1996. Longterm debt payments increased \$3.0 million to \$7.0 million for the year ended September 30, 1996 compared with the year ended September 30, 1995. Payments of long-term debt in 1996 consisted of a \$2.0 million installment on the Company's 9.75% Senior Notes due in December 1996, a \$2.0 million installment on the 11.2% Senior Notes and a \$3.0 million installment on the 9.76% Senior Notes. Payments of long-term debt in 1995 consisted of a \$2.0 million installment on the Company's 9.75% Senior Notes and a \$2.0 million installment on the 11.2% Senior Notes. In November 1994, the Company entered into note purchase agreements totaling \$40.0 million with two insurance companies and issued \$20.0 million of unsecured Senior Notes at 8.07% payable in annual installments of \$4.0 million beginning October 31, 2002 through October 31, 2006 with semiannual interest payments and \$20.0 million of unsecured Senior Notes at 8.26% payable in annual installments of \$1,818,182 beginning October 31, 2004 through October 31, 2014 with semiannual interest payments. No long-term debt was issued in 1996 or 1994. Payments of long-term debt during 1994 consisted of a \$3.0 million installment on the Company's 9.75% Senior Notes due in 1996, a \$2.0 million installment on the

11.2% Senior Notes, the balance of \$3.25 million on the 13.75% Series I First Mortgage Bonds and the balance of \$1.6 million on the 13% Series G First Mortgage Bonds. The loan agreements pursuant to which all the Company's Senior Notes have been issued contain covenants by the Company with respect to the maintenance of certain debt-to-equity ratios and cash flows, and restrictions on the payment of dividends. Also see Note 3 of the accompanying notes to consolidated financial statements.

Issuance of common stock. The Company issued 502,209, 221,946 and 428,264 shares of common stock in 1996, 1995 and 1994, respectively, for its Direct Stock Purchase Plan ("DSPP"), Employee Stock Ownership Plan, Restricted Stock Grant Plan, Outside Directors Stock-for-Fee Plan and Oceana Heights acquisition. See the Consolidated Statements of Shareholders' Equity for the number of shares issued under each of the plans and for the Oceana Heights acquisition. No new shares were issued under the DSPP in 1996 or 1995. Shares purchased by participants in the DSPP in 1996 and 1995 were purchased by the plan on the open market. In 1994, 173,801 shares were issued under the plan, generating proceeds of \$3.0 million. At September 30, 1996, 712,596 shares were available for future issuance under the DSPP.

The Company believes that internally generated funds, its credit facilities and access to the debt and equity capital markets will provide necessary working capital and liquidity for capital expenditures and other cash needs for 1997.

SEASONALITY

The Company's natural gas distribution business is seasonal due to weather conditions in the Company's service areas. Gas sales are affected by winter heating season requirements. Sales to agricultural customers (who use natural gas as fuel in the operation of irrigation pumps) during the period from April through September may be affected by rainfall amounts. These factors generally result in higher operating revenues and net income during the period from October through March of each year and lower operating revenues and either net losses or lower net income during the period from April through September of each year.

The following table sets forth, on an unaudited basis, the Company's quarterly operating revenues, quarterly operating revenues as a percentage of annual operating revenues, quarterly net income (loss) and quarterly net income (loss) as a percentage of annual net income for its past two fiscal years.

(In thousands, except for percentages)	DECEMBER 31	MARCH 31	June 30	SEPTEMBER 30	TOTAL
1996					
Operating revenues	\$130,468	\$191,104	\$93,571	\$68,601	\$483,744
•	27%	40%	19%	14%	100%
Net income (loss)	\$ 9,233	\$ 18,383	\$ 316	\$(3,983)	\$ 23,949
·	39%	77%	1%	(17)%	100%
1995					
Operating revenues	\$117,848	\$157,294	\$ 84,685	\$ 75,993	\$435,820
-	27%	36%	19%	18%	100%
Net income (loss)	\$ 6,476	\$ 13,945	\$ 82	\$ (1,630)	\$ 18,873
	34%	74%	1%	(9)%	100%

INFLATION

The Company believes that inflation has caused and will continue to cause increases in certain operating expenses and has required and will continue to require assets to be replaced at higher costs. The Company continually reviews the adequacy of its gas rates in relation to the increasing cost of providing service and the inherent regulatory lag in adjusting those gas rates.

ENVIRONMENTAL MATTERS

From time to time, the Company receives inquiries regarding various environmental matters. The Company believes that its properties and operations substantially comply with and are operated in substantial conformity with all applicable environmental statutes and regulations. There are no administrative or judicial proceedings arising under environmental quality statutes pending or known to be contemplated by governmental agencies which, if adversely determined, would have a material adverse effect on the Company.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995

The matters discussed or incorporated by reference in this Annual Report contain both historical and forward-looking statements. The forward-looking statements involve risks and uncertainties that affect the Company's operations, markets, services, rates, recovery of costs, availability of gas supply, and other factors as discussed in the Company's filings with the Securities and Exchange Commission. These risks and uncertainties include, but are not limited to, economic, competitive, governmental, weather, and technological factors.

QUARTERLY FINANCIAL DATA (UNAUDITED)

Summarized unaudited quarterly financial data are presented below. The sum of net income per share by quarter may not equal the net income per share for the year due to variations in the weighted average shares outstanding used in computing such amounts.

				Quarte	r ended			
	DECEM	BER 31,	MAR	сн 31,	Juni	30,	SEPTEMB	ER 30,
(In thousands, except per share data)	1995	1994	1996	1995	1996	1995	1996	1995
Operating revenues	\$130,468	\$117,848	\$191,104	\$157,294	\$93,571	\$84,685	\$68,601	\$75,993
Gross profit	50,725	43,482	65,394	59,577	33,776	34,069	27,105	29,882
Operating income (loss)	12,945	9,786	22,172	17,689	4,059	2,987	(233)	1,915
Net income (loss)	9,233	6,476	18,383	13,945	316	82	(3,983)	(1,630)
Net income (loss) per share	.59	.42	1.15	.91	.02	.01	(.25)	(.11)

MARKET INFORMATION

The Company's stock trades on the New York Stock Exchange under the trading symbol "ATO". The high and low sale prices and dividends paid per share of the Company's common stock for fiscal 1996 and 1995 are listed below.

		1996			1995	
	нідн	LOW	DIVIDENDS PAID	нідн	Low	DIVIDENDS PAID
Quarter ended:						
December 31	\$23	\$18	\$.24	\$18	\$15 %	\$.23
March 31	23	21	.24	18 ½	16 %	.23
June 30	31	22 ¾	.24	20 ¼	17 ½	.23
September 30	30 %	20 %	.24	20 %	19	.23
			\$.96			\$.92

See Note 3 of notes to consolidated financial statements for restriction on payment of dividends. The number of record holders of the Company's common stock on September 30, 1996 was 28,624.

SELECTED FINANCIAL DATA

The following table sets forth selected financial data with respect to the Company and should be read in conjunction with the consolidated financial statements included herein.

			Year ended September 30,		
(In thousands, except per share data)	1996	1995	1994	1993	1992
Operating revenues	<u>\$483,744</u>	\$435,820	\$499,808	<u>\$459,641</u>	\$403,353
Net income	\$ 23,949	\$ 18,873	\$ 14,679	\$ 17,544	\$ 10,998
Net income per share	\$ 1.51	\$ 1.22	\$.97	\$ 1.22	\$.80
Cash dividends per share	<u>\$.96</u>	\$.92	\$.88	\$.85	\$.83
Total assets at end of year	<u>\$501,861</u>	\$445,783	\$416,678	\$391,618	\$358,363
Long-term debt at end of year	<u>\$122,303</u>	\$131,303	\$138,303	\$105,853	\$112,153
Supplemental net income (1)				\$ 18,132	\$ 10,570
Supplemental net income per share	:(1)			\$ 1.26	\$.77

⁽¹⁾ Supplemental net income reflects results if GGC had not made an S Corporation election in 1987.

CONSOLIDATED FIVE-YEAR FINANCIAL AND STATISTICAL SUMMARY

		}	'ear ended September 30		
	1996	1995	1994	1993	1992
Balance Sheet Data at September 30					
(In thousands)					
Capital expenditures	\$ 77,597	\$ 62,927	\$ 50,355	\$ 43,143	\$ 42,169
Net property, plant and equipment	413,567	363,252	327,407	299,275	276,924
Working capital	(75,231)	(39,119)	(10,936)	(28,524)	(23,548)
Total assets	501,861	445,783	416,678	391,618	358,363
Shareholders' equity	172,298	158,278	149,556	139,429	117,248
Long-term debt, excluding current maturities	122,303	131,303	138,303	105,853	112,153
Total capitalization	294,601	289,581	287,859	245,282	229,401
Income Statement Data					
(In thousands, except per share data)					
Operating revenues	\$483,744	\$435,820	\$499,808	\$459,641	\$403,353
Gross profit	177,000	167,010	168,237	163,109	146,262
Net income	23,949	18,873	14,679	17,544	10,998
Net income per share	1.51	1.22	.97	1.22	.80
Common Stock Data					
Shares outstanding at end of year (000's)	16,021	15,519	15,297	14,869	13,972
Average shares outstanding (000's)	15,892	15,416	15,195	14,338	13,789
Cash dividends per share	\$.96	\$.92	\$.88	\$.85	\$.83
Market price - high	\$ 31.00	\$ 20.63	\$ 21.13	\$ 20.63	\$ 15.25
- low	\$ 18.00	\$ 15.88	\$ 16.38	\$ 13.50	\$ 12.63
- end of year	\$ 23.38	\$ 19.38	\$ 17.75	\$ 20.25	\$ 14.88
Book value per share at end of year	\$ 10.75	\$ 10.20	\$ 9.78	\$ 9.38	\$ 8.39
Shareholders of record	28,624	23,625	19,881	18,955	7,856
Price/Earnings ratio at end of year	15.48	15.89	18.30	16.60	18.59
Market/Book ratio at end of year	2.17	1.90	1.82	2.16	1.77
Annualized dividend yield at end of year	4.1%	4.7%	5.0%	4.2%	5.6%
Volumes and Meters					
(MMcf as metered)					
Gas sales volumes	117,922	109,346	116,087	109,405	99,720
Gas transportation volumes	26,534	30,463	35,308	39,782	32,203
Total volumes handled	144,456	139,809	151,395	149,187	131,923
Meters in service at end of year	674,058	658,114	649,319	636,159	630,365
Average meters in service	672,517	656,259	646,165	635,074	631,130
Degree days (Heating)	3,925	3,579	3,953	4,046	3,676
Percent of normal	99%	90%	99%	102%	92%
Average gas sales price per Mcf sold	\$ 3.99	\$ 3.83	\$ 4.14	\$ 4.02	\$ 3.86
Average purchased gas cost per Mcf sold	\$ 2.60	\$ 2.46	\$ 2.86	\$ 2.71	\$ 2.58
Average transportation fee per Mcf	\$.31	\$.38	\$.40	\$.38	\$.42
Statistics					
Return on average shareholders' equity	14.5%	12.3%	10.2%	13.7%	9.6%
Number of employees	1,652	1,646	1,709	1,756	1,750
Net plant per meter	\$ 614	\$ 552	\$ 504	\$ 470	\$ 439
Operating and maintenance expense per meter	\$ 129	\$ 133	\$ 151	\$ 139	\$ 134
Number of meters per employee	408	400	380	362	360
Times interest earned before income taxes	3.51	3.01	2.84	3.06	2.12

BOARD OF DIRECTORS

(pictured below from left to right)

TRAVIS W. BAIN II

President,
Bain Enterprises, Inc.
Plano, Texas
Board member since 1988
Committees:
Work Session/Annual Meeting
(Chairman), Audit,
Human Resources

DAN BUSBEE

Attorney and Shareholder, Locke Purnell Rain Harrell (A Professional Corporation) Dallas, Texas Board member since 1988 Committees: Audit (Chairman), Human Resources

DR. THOMAS C. MEREDITH

President,
Western Kentucky University
Bowling Green, Ky.
Board member since 1995
Committees:
Audit, Nominating

PHILLIP E. NICHOL

Senior Vice President and Branch Manager, Paine Webber Incorporated Fort Worth, Texas Board member since 1985 Committees: Nominating (Chairman), Human Resources, Work Session/Annual Meeting

JAMES F. PURSER

Executive Vice President and Chief Financial Officer, Atmos Energy Corporation Dallas, Texas Board member since 1995

CARL S. QUINN

General Partner,
Quinn Oil Company, Ltd.
New York, New York
Board member since 1994
Committees:
Human Resources, Nominating

LEE E. SCHLESSMAN

President,
Dolo Investment Company
Denver, Colo.
Board member since 1994
Committees:
Audit, Nominating

ROBERT F. STEPHENS

President and Chief Operating Officer, Atmos Energy Corporation Dallas, Texas Board member since 1995 Committees: Executive

CHARLES K. VAUGHAN

Chairman of the Board, Atmos Energy Corporation Dallas, Texas Board member since 1983 Committees: Executive (Chairman)

RICHARD WARE II

President,
Amarillo National Bank
Amarillo, Texas
Board member since 1994
Committees:
Audit, Nominating,
Work Session/Annual Meeting











CORPORATE OFFICERS

ROBERT F. STEPHENS

President and Chief Operating Officer (48, 12)*

JAMES F. PURSER

Executive Vice President and Chief Financial Officer (46, 10)

J. CHARLES GOODMAN

Executive Vice President, Operations (35, 12)

GLEN A. BLANSCET

Vice President, General Counsel and Corporate Secretary (39, 11)

H.F. HARBER

Senior Vice President, Corporate Services (54, 12)

DONALD E. JAMES

Senior Vice President, Public Affairs (49, 15)

MARY S. LOVELL

Senior Vice President, Utility Services (45, 8)

DAVID L. BICKERSTAFF

Vice President and Controller (40, 11)

O. CARL BROWN

Vice President, Financial and Strategic Planning (49, 7)

LEE A. EVERETT

Vice President, Rates and Regulatory Affairs (44, 11)

JACK W. EVERSULL

Vice President, Investor Relations (53, 32)

CLEABURNE H. FRITZ

Vice President, Information Services (50, 28)

DAN L. LINDSEY

Vice President, Technical Services (46, 7)

WYNN D. McGREGOR

Vice President, Human Resources (43, 8)

R. EUGENE MATTINGLY

Vice President, Marketing (48, 25)

GORDON J. ROY

Vice President, Gas Supply (47, 26)

CARL W. WELLER

Treasurer (62, 32)

ATMOS ENERGY CORPORATION SHAREHOLDER SERVICES

Please send me more information on:	
O Direct deposit of cash dividends	O Replacement of lost or destroyed stock certificates
O Direct Stock Purchase Plan (DSPP)	O Replacement of lost or destroyed dividend checks
O Individual Retirement Account (IRA)	O Gifts of Atmos stock
or SEP IRA with Atmos Stock	O Safekeeping of Atmos stock certificates
O Transfer of stock certificates	O Automatic monthly investment
Please print clearly:	
NAME OF SHAREHOLDER	
MAILING ADDRESS	
CITY, STATE, ZIP	
3100 - 10 -	
SHAREHOLDER ACCOUNT NUMBER	OR SOCIAL SECURITY NUMBER
O Check if new mailing address	
O Delete duplicate mailings to the following n	names at the above address:



FIRST-CLASS MAIL PERMIT NO. 2342 DALLAS, TX

POSTAGE WILL BE PAID BY ADDRESSEE

SHAREHOLDER RELATIONS
ATMOS ENERGY CORPORATION
P.O. BOX 650205
DALLAS, TEXAS 75265-9639

NO POSTAGE
NECESSARY
IF MAILED
IN THE
UNITED STATES





CORPORATE INFORMATION

COMMON STOCK LISTING

New York Stock Exchange

TRADING SYMBOL

ATO



STOCK TRANSFER AGENT AND REGISTRAR

Shareholder inquiries on stock transfers may be directed to Boston EquiServe, L.P., Mail Stop 45-02-64, P.O. Box 644, Boston, MA 02102-0644. You may call the Interactive Voice Response System 24 hours a day at 1-800-543-3038, or to speak to a customer service representative, call between 9 a.m. and 6 p.m. EST Monday through Friday.

INDEPENDENT AUDITORS

Ernst and Young LLP 2121 San Jacinto, Suite 500 Dallas, Texas 75201 (214) 969-8000

FORM 10-K

The Atmos Energy Corporation Annual Report on Form 10-K is available on request from Investor Relations, Atmos Energy Corporation, P.O. Box 650205, Dallas, Texas 75265-0205, 1-800-38-ATMOS (382-8667) 7:30 a.m. - 4:30 p.m. CST.

ANNUAL MEETING

The Annual Meeting of Shareholders will be held at the Four Seasons Regent Hotel, 57 E. 57th St., New York City, N.Y., at 11 a.m. EST on Feb. 12, 1997.

DIRECT STOCK PURCHASE PLAN

Atmos Energy Corporation's Direct Stock Purchase Plan features:

- Initial investment of \$200, up to \$100,000
- Voluntary cash payments of as little as \$25, up to \$100,000 annually
- Purchase Atmos shares and pay no brokerage fees or commissions
- 3 percent discount on stock purchased with reinvested dividends
- No-fee IRA or SEP IRA
- Deposit share certificates for safekeeping
- Automatic monthly investing

For an Initial Investment Form or **Enrollment Authorization Form** and Plan Prospectus, please call **Atmos Shareholder Relations** at 1-800-38-ATMOS (382-8667) 7:30 a.m. - 4:30 p.m. CST; Boston EquiServe, L.P. at 1-800-543-3038, or use the postage-paid card included in this report. The Prospectus is also available on the Internet, at the address listed.

Atmos Information by Phone OR INTERNET

Atmos Energy Corporation shareholder information is available by phone seven days a week, 24 hours a day through the Boston EquiServe, L.P. Interactive Voice Response System. To perform stock transfer inquiries, listen to current company information and access daily stock quotes without the assistance of a customer service representative, call 1-800-543-3038, and have your Atmos Energy shareholder account number and Social Security or taxpayer ID number ready.

Atmos financial information also may be obtained free of charge over the Internet and from a fax on demand service. The World Wide Web address on the Internet is http://www.atmosenergy.com. For fax on demand, call (614) 844-3860.

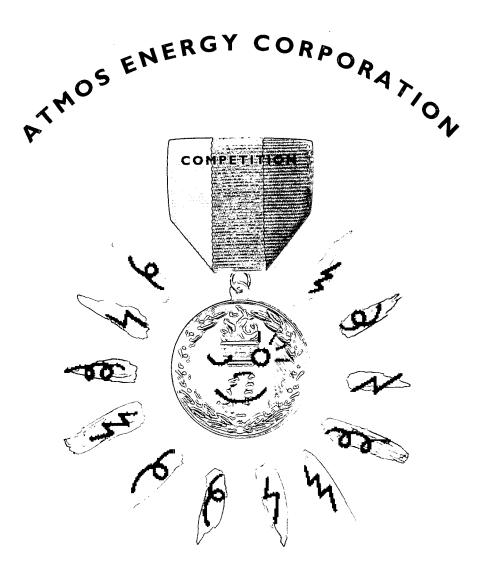
ATMOS ENERGY CORPORATION CONTACTS

Shareholder and Direct Stock Purchase Plan Information: Michele Barnes 1-800-38-ATMOS (382-8667), 7:30 a.m. - 4:30 p.m. CST

Financial Information for Securities Analysts and Investment Managers: Jack Eversull (972) 788-3729

General Information: Don James (972) 788-3720





1995 / ANNUAL REPORT

 ∂ tmos Energy Corporation, based in Dallas, Texas, provides natural gas service to more than 656,000 customers in Texas, Colorado, Kansas, Missouri, Louisiana and Kentucky through

Company and Western Kentucky Gas Company.

its operating companies – Energas Company, Greeley Gas Company, Trans Louisiana Gas

hat's in the pipeline for natural gas distribution

companies? Competition, and plenty of it. How is Atmos responding? With energy. In 1995, we did more than maintain our customer base in the fiercely competitive industrial sector. We increased it. Nor are we complacent in the residential and commercial markets. Here too, we are serving more customers than ever before. After all, we are at home in a competitive state. In point of fact, we are at home in six competitive states — Texas, Colorado, Kansas, Missouri, Louisiana and Kentucky. This year's annual report details the management strengths and unrivaled service that keep Atmos competitive in these markets. Along the way, you'll also see some of the distinctive events and contests that keep the competitive fires burning in the states we call home.

CONTENTS / PAGE 2 Atmos Overview / PAGE 3 Financial Highlights / PAGE 3 Financial Charts / PAGE 4 Message to Shareholders / PAGE 8 Energas Company Information / PAGE 10 In a State of Competition / PAGE 12 Greeley Gas Company Information / PAGE 16 Trans Louisiana Gas Company Information / PAGE 20 Western Kentucky Gas Company Information / PAGE 22 Revenue Charts / PAGE 23 Financial Review / PAGE 46 Board of Directors & Company Officers / PAGE 48 Corporate Information

atmos energy corpora Mon



HEADQUARTERS Dallas, Tx. / MILES OF PIPE 22,212 / NUMBER OF EMPLOYEES 1,646 / SIZE OF SERVICE AREA 50,650 square miles / POPULATION IN SERVICE AREA 2.1 million / AVERAGE CUSTOMERS SERVED 656,259 / COMMUNITIES SERVED 414 / DEGREE DAYS, 1995 3,579 (NORMAL 3,983) / CHAIRMAN OF THE BOARD Charles K. Vaughan / PRESIDENT AND CHIEF OPERATING OFFICER Robert F. Stephens

FINANCIAL HIGHLIGHTS / Atmos Energy Corporation

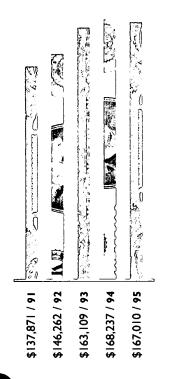
Year ended September 3	30
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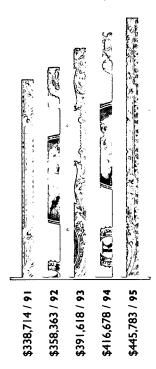
	1995	1994	Percent Change
	(Dollar amounts in thousands, except per share data)		
Operating revenues	\$435,820	\$499,808	(12.8)%
Gross profit	167,010	168,237	(.7)%
Net income	18,873	14,679	28.6%
Assets	445,783	416,678	7.0%
Total capitalization	289,581	287,859	.6%
Total volumes handled (MMcf as metered)	139,809	151,395	(7.7)%
Heating degree days	3,579	3,953	(9.5)%
Percent of normal	90%	99%	(9.1)%
Meters in service (average)	656,259	646,165	I.6%
Net income per share	\$1.22	\$.97	25.8%
Cash dividends per share	\$.92	\$.88	4.5%
Book value per share at end of year	\$10.20	\$9.78	4.3%
Return on average common shareholders' equity	12.3%	10.2%	20.6%
Shareholders' equity as a percentage of total capitalization at end of year	55%	52%	5.8%
Shareholders of record	23,625	19,881	18.8%
Average shares outstanding	15,416	15,195	1.5%

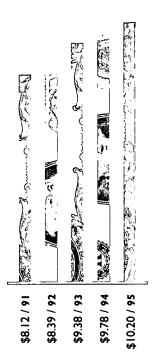
GROSS PROFIT / In thousands

TOTAL ASSETS / In thousands

BOOK VALUE PER SHARE







DEAR FELLOW SHAREHOLDERS:

WE'RE PROUD OF OUR RESULTS FOR THE YEAR.

The company increased earnings in a year when the weather was not in our favor. We were able to do this because of expense management and the absence of one-time expenses we had in 1994, good irrigation sales during the summer months, rate increases and an increase in the number of customers served.

IMPACT OF WEATHER.

Winter weather was 10 percent warmer than normal, one of the warmest years we've experienced since we became a public company in 1983. The warm winter reduced heating sales to residential customers, a core market. However, sales were strong to farmers in West Texas, Colorado and Kansas who use natural gas-fueled engines to drive irrigation pumps. This partially offset the effects of the winter weather. The weather in 1994, by comparison, was just slightly warmer than normal.

EXPENSE MANAGEMENT AND CAPITAL BUDGET.

We can't control the weather, but we can and do manage our expenses. In 1995, we reduced our operation and maintenance expenses by \$10.3 million, or 10.5 percent, compared with 1994. The expense reductions were due to our expense management programs and efficiencies gained throughout the company, as well as the absence of Greeley Gas Company acquisition expenses that affected 1994 earnings.

For the eighth consecutive year, the company increased its capital budget. Capital expenditure increases translate into rate base growth, and over time into growth in earnings, cash flows and dividends.

RATE INCREASES.

During 1995, Atmos received about \$2.8 million in annual rate increases across its service areas. In

November 1994, the company implemented a rate increase totaling \$1.7 million, affecting about 90 percent of the customers in a portion of its West Texas service area. A \$1.1 million increase was implemented in Louisiana in March 1995, under the company's three-year rate stabilization mechanism. The company also benefited from rate increases granted in Colorado, Kansas and Louisiana in 1994, totaling approximately \$6.4 million, of which only \$2.8 million was recognized in 1994 revenues.

Our 1996 results will be positively affected by a settlement of a rate request in Kentucky, providing an annual net operating income benefit of approximately \$4.0 million. New rates were effective in November 1995.

Our rates remain among the lowest in the nation, an important factor in attracting new customers.

INTERNAL GROWTH.

Atmos served a record 656,259 average number of customers in 1995. The company experienced a net increase of 10,094 new customers from internal growth, through its aggressive programs to attract customers from new construction and customers switching from other fuels. The company added 38 new large volume industrial customers and increased the gas volumes delivered in what has become a competitive market.

The largest growth in customers is in the Colorado service area, which continues to experience significant immigration of new residents from other states. Durango, Steamboat Springs and Greeley, Colo., showed above average growth.

Recently designated a single metropolitan statistical area with a combined population of more than 200,000, neighboring cities Midland and Odessa, Texas, are attracting a significant increase in new retail and restaurant establishments. Our Kentucky service area also continues to show strong customer increases and industrial expansion, particularly in Bowling Green. Industrial throughput increased in Louisiana during the year.

GROWTH BY ACQUISITION.

Atmos continues its long-term corporate development strategy, a strategy which sets it apart from others in the industry. A part of this strategy is pursuing natural gas utility properties throughout the U.S. to acquire and operate, which will bring a degree of diversity in weather, economic conditions and regulatory climates to the company.

With this strategy, the company has more than doubled its customer base since 1983, and increased its net plant investment eight-fold to \$363.3 million. The

growth has brought real financial rewards to shareholders:
equity has more than quintupled, the stock price has
nearly quadrupled, the dividend has more than doubled.

Market capitalization, or the stock price multiplied by the number of shares outstanding, has increased from \$31 million in 1983, to \$301 million in 1995.

The company also seeks utility properties near its existing service areas. In November 1995, the company acquired Oceana Heights Gas Company, which serves 9,200 customers in south Louisiana. This acquisition adjoins the Lafourche Parish system acquired by Atmos in 1994, and increases our Louisiana customer base by 13 percent.

For the past 10 years, the company's customer compound growth rate has averaged approximately 8 percent per year including internal growth and acquisitions.

FINANCIAL ACHIEVEMENTS.

Atmos' Board of Directors increased the quarterly dividend in November 1995 by \$.01 cent per share, for an indicated annual dividend of \$.96 per share, a 4.3 percent increase. The dividend was increased for the eighth consecutive year.

Atmos' stock price increased 9.2 percent to \$19.375 at our Sept. 30, 1995, year-end. Total return for the year was 14.0 percent, including reinvestment of dividends. For the last 10 years, the annual total return has averaged 14.3 percent.

The number of shareholders of record increased to 23,625 in 1995, up from approximately 8,000 in 1992, when the company first established its Direct Stock Purchase Plan. Currently, 87.2 percent of our shareholders of record reinvest their dividends — the highest rate of reinvestment we know of in any industry.

OUTLOOK.

The long-term prospects for natural gas and for

Atmos Energy Corporation are bright. Natural gas is
being accepted as the environmental fuel of choice,
and many new commercial equipment offerings make it
the economic fuel of choice more than ever before.

We are preparing ourselves to operate in an everchanging and increasingly competitive marketplace. The company will continue its expense management programs, but we expect a return to more normal expense levels in 1996 compared with 1995, because of inflationary pressures and general increases in the cost of doing business. The rest of this report is devoted to our view of competition. Whatever changes and competition that lie ahead, we're confident that we have the talented people in place to meet them successfully. Our track record gives us that confidence. Atmos is a low-cost provider focused on satisfying customer needs for energy. We believe our focus will also ensure satisfaction for our shareholders and for our employees, 98 percent of whom are shareholders.

Charles K. Vaughan

Chairman of the Board

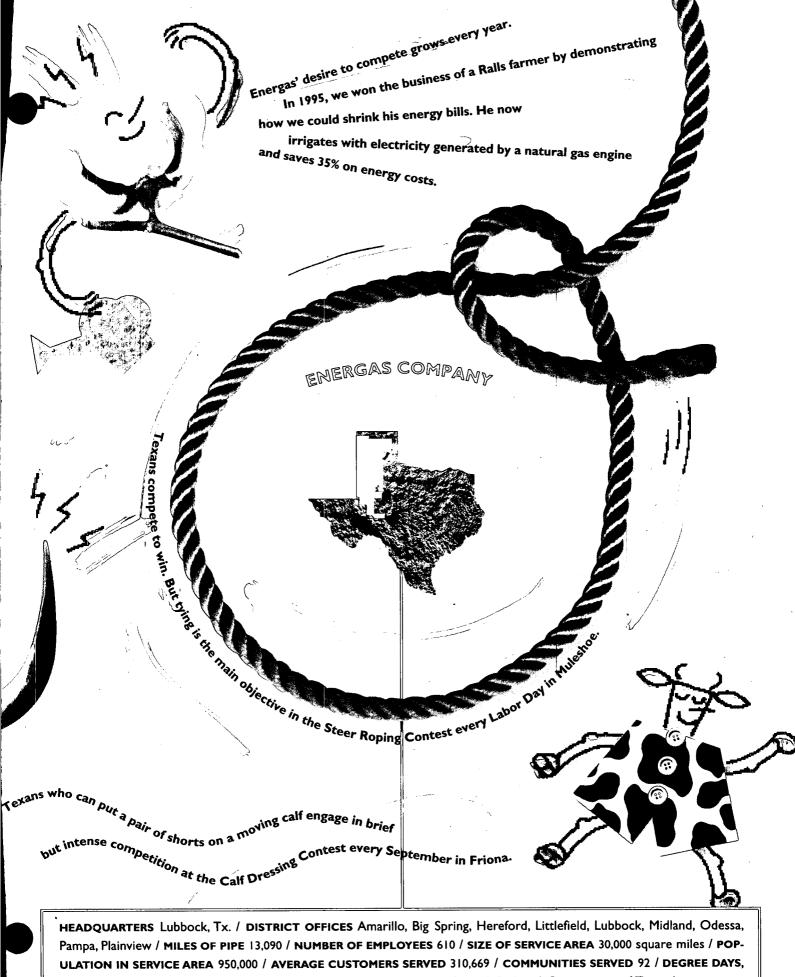
Robert F. Stephens

President and Chief Operating Officer

Robert F. Stephens was named president and chief operating officer in February 1995. Mr. Stephens, who joined the company in 1983, previously was executive vice president, operations.



 $oldsymbol{a}$ tmos competes in Texas by knowing and meeting customers' needs. Our Energas division recently completed a customer satisfaction survey in Texas. As a result, we have pinpointed new ways to improve service even further. When Atmos competes for agricultural, commercial, or residential customers in Texas, they all win. The good times roll every October in Florida da in the heat of competition, Energas employees are at their best. Take the team from the district office in Parapa, Fred Kindle, Neil Fulton, Nelson Medley, and Bob Cummings, Who Won the 1995 Hot Water Heater Race in Pampa. 26/39/54 The field is marked into sections. The cow is fed. The stage is set for a Texas competition that definitely leaves its mark-23 35 58 73 Cow Patry Bingo, held (not literally) 3 30 36 52



1995 3,152 (NORMAL 3,528) / REGULATORY AGENCIES Municipalities Served, Railroad Commission of Texas / PRESIDENT Eugene A. Ehler

IN A STATE OF COMPETITION

WHO'S AFRAID OF A LITTLE COMPETITION?

Not Atmos.

Although a regulated utility, Atmos is no stranger to competition. We've always competed with other energy sources: electricity, propane, butane, fuel oil, solar, wood chips, even cow chips. To win customers, we've had to be the best in terms of the cost of our product, our reliability and availability to the customer, the quality of the service we provide, the fuel efficiency and cost of natural gas-burning equipment, and more recently, the environmental benefits of natural gas itself.

With the federal restructuring of interstate pipelines during the late 1980s and early 1990s, Atmos has successfully competed with other natural gas providers to serve large industrial customers. We even serve customers that are located outside of our service areas.

The competition is keen for large volume customers, and we often bid against dozens of energy providers.

We win contracts by concentrating on providing the best price and service for our customers, which may not necessarily be the lowest price. We look for ways to provide services that are highly valued by the customer and that are not available from a bidder focused solely on price.

The next wave of restructuring on the horizon is expected at the state level, which could allow competition within the city limits so that even residential customers could choose their natural gas supplier. Even in this scenario, local distribution companies like Atmos have a competitive advantage by having in place distribution pipeline facilities serving existing customers.

No legislation is presently pending in the six states

we serve to deregulate, or "unbundle," natural gas service to the retail level. But we're prepared to compete, and in fact already compete with other gas utilities in several areas. Restructuring of electric utilities to foster competition also is the subject of much discussion, and could mean additional competition for natural gas utilities. For Atmos, electric restructuring represents more opportunity than concern. We already compete in our service areas against some of the lowest cost electric utilities in the country, which do not operate nuclear plants. And, we are exploring avenues for providing one-stop energy shopping for our customers.

We've taken a light-hearted approach to competition in the design of this report. But make no mistake, Atmos is serious about competition. We have found that our low gas prices and efficient operations, combined with our known reliability and quality of service, are difficult to beat.

ATMOS IS A LOW-COST PROVIDER.

Our costs are low because Atmos is one of the most efficient operators in the industry. In 1995, each of our employees served an average of 400 customers, compared with the industry average of 380 customers served per employee. Our operation and maintenance expense per meter is \$133, compared with \$221 per meter for the industry. Atmos' net plant investment per meter is \$552, compared with the industry average of \$959.

Our organization has been ahead of the industry in making sure that its operations are streamlined and organized for efficiency — Atmos has not had to undertake major restructuring that other companies have faced. Administrative functions are handled by a centralized staff at the Atmos corporate headquarters. This leaves our field staff free to focus on customers and operations. Many of our efficiencies are due to our

[&]quot;atmos has done an excellent job of managing the often competing issues of growth and efficient, low cost operations."

⁻ Larry Crowley, Natural Gas Analyst, Rauscher Pierce Refsnes, Inc.

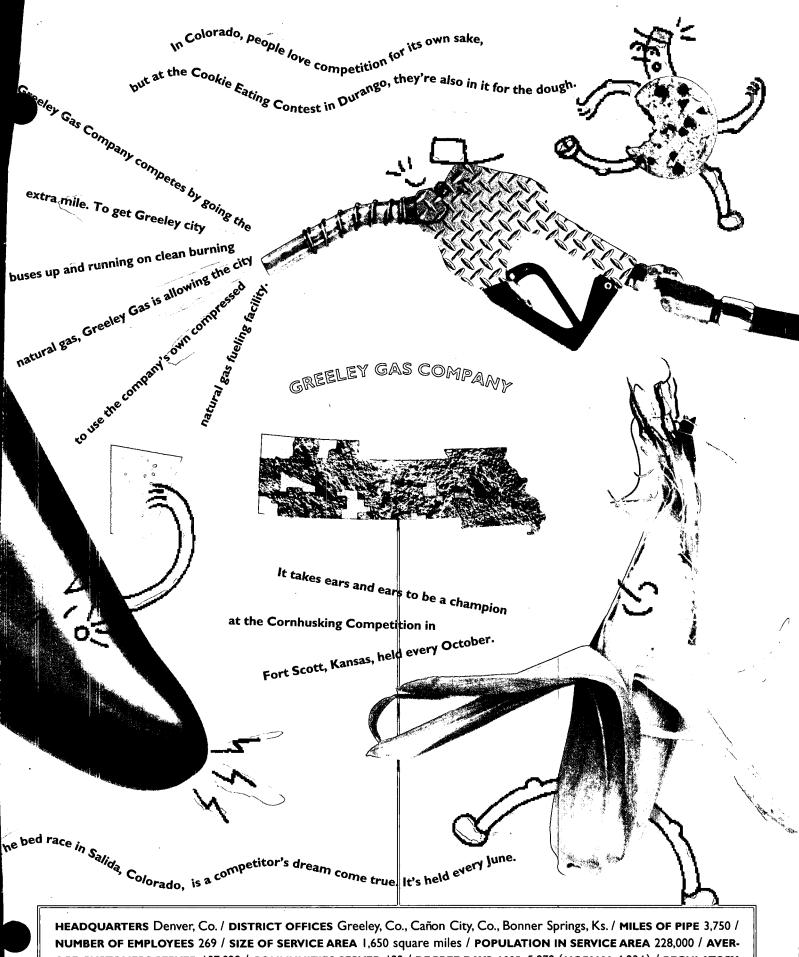
Colorado,
e. Example: Girelectricity by goin
if course, our custome

Contest during the World Championship

Research our search out springs. atmos competes in Colorado, Kansas, and Missouri through unrivaled customer service and employee initiative. Example: Greeley Gas employees converted an entire subdivision in Colorado from electricity by going door to door, educating consumers on the benefits of natural gas. Of course, our customers appreciate the competitive spirit, because they share it. Competitive fires burn strong in Chris Garcia, a marketing specialist at pecialist

pecialist

greeley Gasin Bonner Springs, Kansas. Chris has tasted victory twice in statemide in For some healthy competitors in Kansas, That's when the Largest Spinach Salad Competition the real Super Bowl is in September. is held at the Lenexa Spinach Festival.



HEADQUARTERS Denver, Co. / DISTRICT OFFICES Greeley, Co., Cañon City, Co., Bonner Springs, Ks. / MILES OF PIPE 3,750 / NUMBER OF EMPLOYEES 269 / SIZE OF SERVICE AREA 1,650 square miles / POPULATION IN SERVICE AREA 228,000 / AVERAGE CUSTOMERS SERVED 107,029 / COMMUNITIES SERVED 122 / DEGREE DAYS, 1995 5,978 (NORMAL 6,234) / REGULATORY AGENCIES Colorado Public Utilities Commission, Kansas Corporation Commission, Missouri Public Service Commission / PRESIDENT Gary L. Schlessman

"The easiest way to retain market share is simply to be the low cost provider. Atmos has proven to be an extremely efficient operator."

- Ronald J. Barone, Dan Barcelo, Natural Gas Analysts, PaineWebber

employees, who are just plain hard-working, and eager to contribute ideas for improving our work methods. For example, a technical standards committee with representatives from each operating division evaluates equipment, materials and work practices to determine the best practices for the company as a whole.

Our employees have a vested interest in the company's performance. More than 98 percent of Atmos employees are shareholders, and along with the Board, hold about 23 percent of the company's stock. So they are rewarded when the company performs well.

ATMOS HAS LOW GAS COSTS.

The actual cost of the gas we provide is passed through to our customers. The most important figure to customers, of course, is the combined price of gas and service at the bottom of the bill. Atmos strives to

provide the best priced gas possible to its customers.

The best price combines the quality service and reliability customers demand with the lowest possible price.

Atmos' gas cost was \$2.46 per Mcf in 1995, down from \$2.86 per Mcf in 1994. The average gas cost for its 13-company peer group was \$3.66 per Mcf in 1994.

Serving several major natural gas producing areas, the company has access to numerous sources of supply. The company also has some very valuable assets in its six underground storage fields in Kentucky, as well as off-system storage capabilities on the interstate pipelines that supply the company. These storage facilities allow the company to buy gas at seasonal lows and hold it until peak usage during the winter.

To further enhance its gas supply advantage, the company plans to upgrade its gathering systems in

Colorado and Kansas to increase the reliability of service and gain access to additional supplies of economically-priced gas. In Kentucky, the company will make investments in its gas supply system to add connections to additional pipelines. These new interstate pipeline interconnections will directly result in lower gas costs for our customers and enhance our competitiveness.

BECOMING PARTNERS WITH OUR CUSTOMERS.

Low prices and low-cost, reliable gas supplies are just table stakes to stay in the game in the increasingly competitive environment. The winning difference is that Atmos brings additional value to its customers in the services it offers. Adding value requires the creativity and flexibility to find new ways to meet customer needs, and the ability to offer more choices to customize service. No one buys a drill bit just to own one — what they want is a hole. Our role is to help customers get the heat, the reliable industrial energy or the lower

energy costs they want, and to provide a service, not just to deliver a commodity.

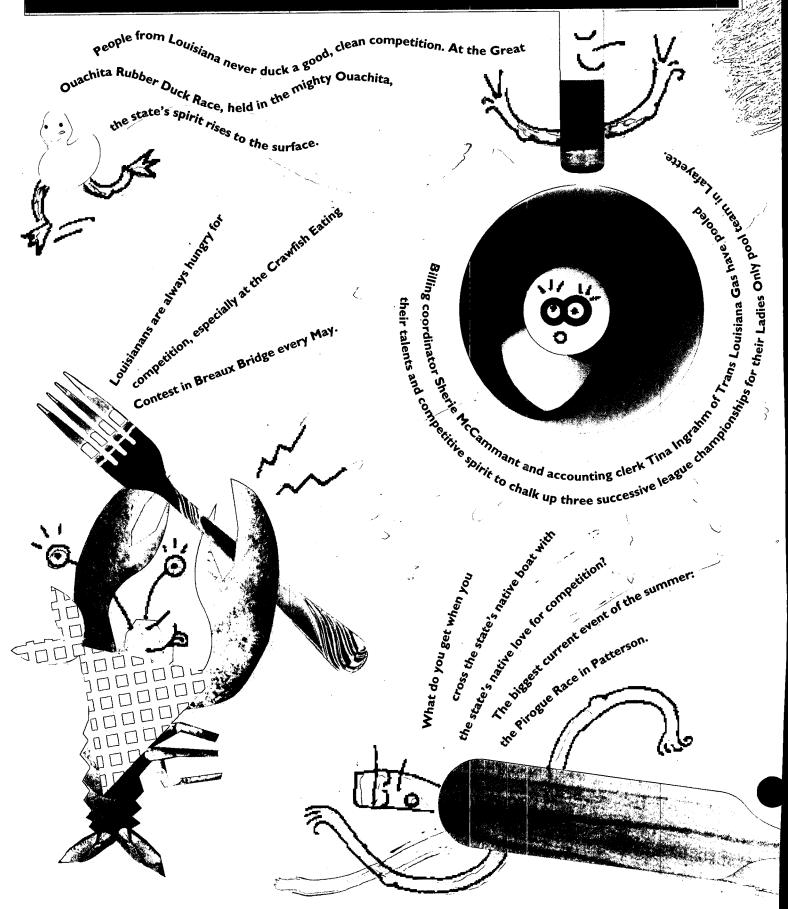
In the competitive industrial market in Kentucky, about 60 percent of our gas deliveries are to large industrial customers. The company has begun offering electronic flow measurement to its largest customers so that they can know with a keystroke on a computer exactly how much gas they are using, and avoid penalties for consumption above their contracted amount. The company also amended its tariffs in Kentucky to lower the volume threshold needed for transportation services, allowing smaller customers more service options.

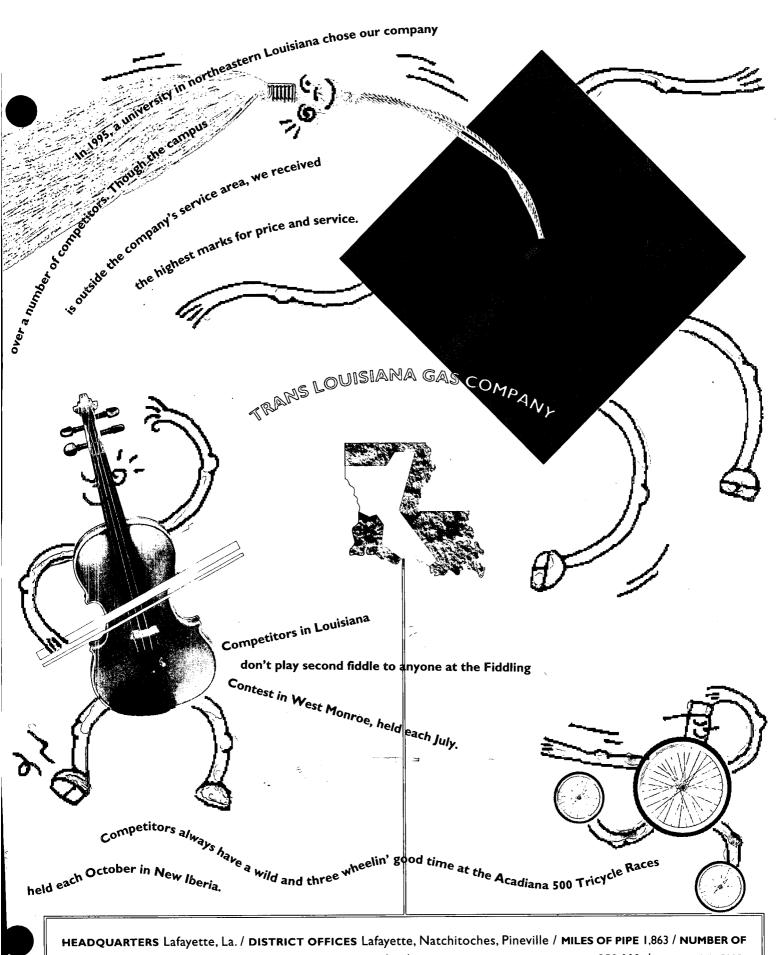
Atmos offers engineering and consultation services for customers on energy-saving options in equipment, and performs cost-benefit analyses of installing efficient new gas-driven equipment that can lower the customer's overall energy costs.

"While many local distribution companies (LDCs) talk about acquisitions, Atmos has ... purchased significant properties. Through these acquisitions, Atmos' earnings sensitivity to weather patterns and changes in the economies of one area have been lessened."

⁻ Joanne Fairechio, Natural Gas Analyst, Salomon Brothers

In Louisiana, Atmos wins industrial customers by making a winning case for natural gas. A hospital in Lafayette recently decided to switch from electrically-run chillers to chillers powered by natural gas. The reason: long-term energy savings. All our customers in Louisiana are always ready to win, in any number of ways.





HEADQUARTERS Lafayette, La. / DISTRICT OFFICES Lafayette, Natchitoches, Pineville / MILES OF PIPE 1,863 / NUMBER OF EMPLOYEES 161 / SIZE OF SERVICE AREA 7,000 square miles / POPULATION IN SERVICE AREA 250,000 / AVERAGE CUSTOMERS SERVED 70,585 / COMMUNITIES SERVED 37 / DEGREE DAYS, 1995 1,448 (NORMAL 1,760) / REGULATORY AGENCY Louisiana Public Service Commission / PRESIDENT B. J. Hackler

For example, a large hospital complex in Louisiana will save substantially on operating expenses by installing natural gas engine-driven chillers to replace electric chillers for cooling. Wal-Mart stores we serve in Texas and Louisiana are using gas refrigeration equipment in their supermarket sections that remove the humidity to keep food packaging frost-free. In Colorado, the company serves a large cogeneration facility that uses gas to produce both electricity and steam. The company continues to explore the feasibility of cogeneration in several applications in other areas we serve. In fact, Atmos sees abundant opportunities in all of its service areas to show hospitals, office buildings, printers, food processors, agricultural and other commercial customers the varied applications for natural gas cooling and natural gas engine-driven equipment.

The company offered new contracts to its agricultural customers this year who use natural gas engines to drive irrigation pumps, with more options than ever

before. To expand its irrigation market, Atmos has set up a model farm in West Texas to demonstrate a new gas generating unit that produces electricity for irrigation pumps more cost effectively than the electric utility. A farmer in Ralls, Texas, has experienced energy cost savings of 35 percent or more with a natural gas engine and generator producing electricity on-site. He expects a five-year payback on his equipment investment.

Residential customers have more choices in service and more payment options, as well. Customer service calls are routinely scheduled on a next-day basis, and in many cases can be completed on the same day. In some areas we now provide Saturday service. In addition, customers will be able to pay their bills by phone using a credit card. The company is testing the use of payment centers at convenience stores in Texas.

Atmos' Energas division has just completed a customer survey in Texas conducted by Texas Tech University, and is considering extending office hours and other ser-

[&]quot;What does the ideal local distribution company (LDC) look like and what characteristics are needed in the now more competitive environment? We see several in our universe that 'fit the mold,' which include Atmos Energy."

[—] Donato Eassey, Natural Gas Analyst, Merrill Lynch

"atmos Energy Corporation is already one of the fastest growing utilities in terms of asset growth."

- Subash Chandra, Natural Gas Analyst, Edward Jones

vice modifications in order to meet customer needs pinpointed by the survey.

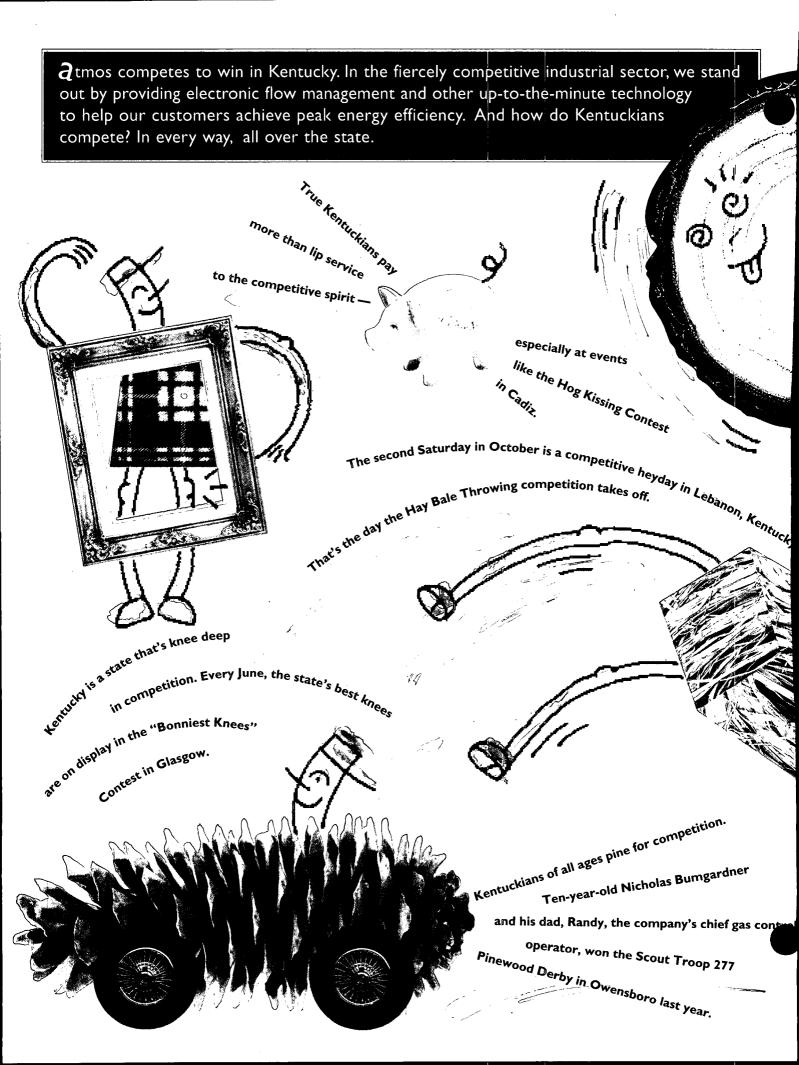
We recognize that we have to know our customers' needs and exceed their expectations in order to gain new customers and retain existing customers.

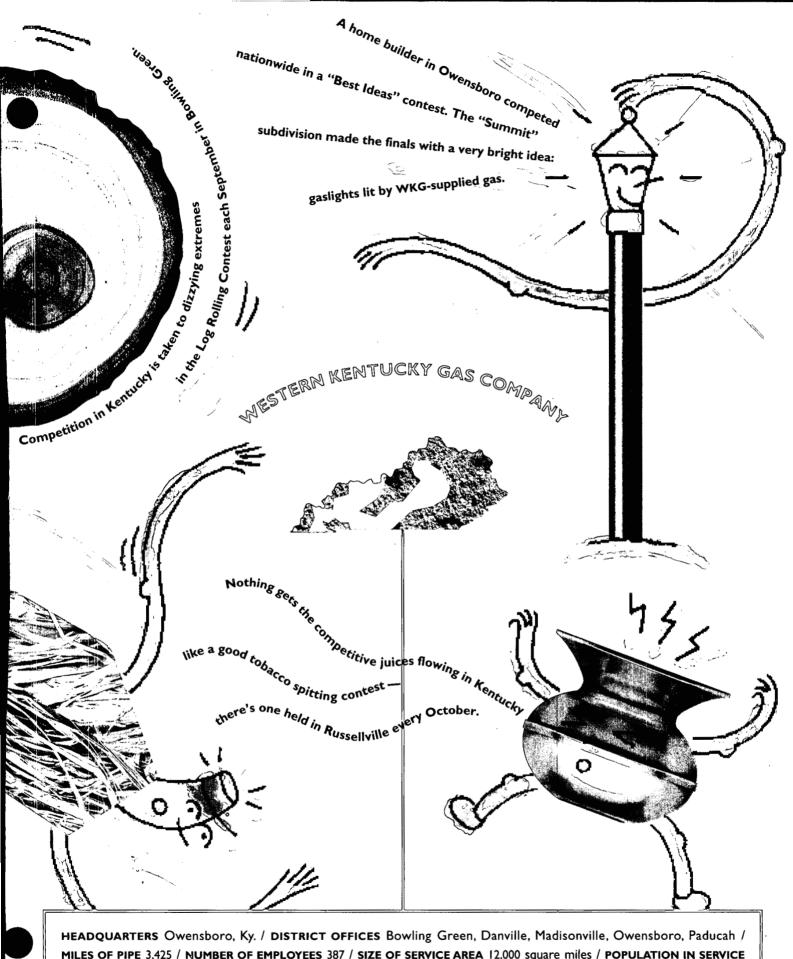
SUCCESS STORIES.

Atmos has numerous success stories in gaining new customers, converting customers from other energy sources and expanding use of gas by existing customers. The company has won business because of its combination of attractive prices, proven reliability and ingenuity in developing services that add value to the customer. Here are just a few examples.

➤ Won a contract for a university in Louisiana located off our system by securing the best-priced supply and providing full customer service.

- ▶ Worked with a consortium of state and local officials in the development of a resort with convention center and golf course at Toledo Bend Reservoir in Louisiana. Atmos is building a distribution system to serve the resort, which includes condominiums. Located along the new system are a large number of existing residences to be converted to natural gas one of the largest conversion projects in the history of our Louisiana service area.
- ► Won a five-year supply contract with West Texas A&M
 University in Canyon by building a natural gas vehicle
 fueling facility on campus for the university's fleet and
 public use.
- ► Won the right to provide natural gas for three new subdivisions with up to 500 customers in Bonner Springs, Kan., over local propane and electric companies.





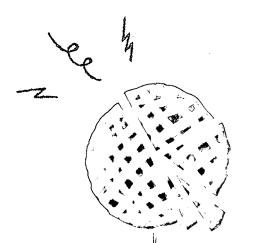
HEADQUARTERS Owensboro, Ky. / DISTRICT OFFICES Bowling Green, Danville, Madisonville, Owensboro, Paducah / MILES OF PIPE 3,425 / NUMBER OF EMPLOYEES 387 / SIZE OF SERVICE AREA 12,000 square miles / POPULATION IN SERVICE AREA 680,000 / CUSTOMERS SERVED 164,828 / COMMUNITIES SERVED 163 / ACTUAL DEGREE DAYS, 1995 4,342 / NORMAL DEGREE DAYS 4,376 / REGULATORY AGENCY Kentucky Public Service Commission / PRESIDENT R. Earl Fischer

- ▶ Initiated service to an asphalt plant in Kentucky and a hospital in Louisiana which had been using fuel oil, after demonstrating the cost and environmental benefits of natural gas.
- ➤ Won contracts for three state prisons in West Texas over competitors, including state-owned royalty gas.

 One facility includes 1,200 tons of natural gas cooling.
- ▶ Piped an existing subdivision of over 200 homes in Durango, Colo., which had been served by propane and electricity, after five Durango employees conducted a door-to-door survey to determine residents' interest in converting to natural gas.

THE NEXT STEP.

Atmos will continue to operate as if we had to compete every day to keep every customer. The fact of the matter is, we do. Competition brings opportunities for a lean, low-cost and efficient provider like Atmos to enter new regions that have been served by higher cost gas providers. The prospect is exciting. We're not afraid of a little competition. Or even a lot of it.



USES OF REVENUES

Purchased Gas / 61.7%

Operation & Maintenance / 20.1%

Taxes / 6.0%

Depreciation & Amortization / 4.8%

Common Dividends & Retained Earnings / 4.3%

Interest / 3.1%

SOURCES OF REVENUES

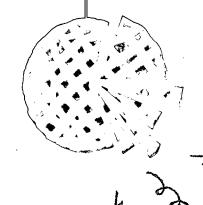
48.2% / Residential

25.4% / Industrial & Agricultural

18.3% / Commercial

5.4% / Other Sales & Miscellaneous

2.7% / Transportation





BINANCIAL BEVIEW

CONTENTS / PAGE 24 Consolidated Balance Sheets / PAGE 25 Consolidated Statements of Income / PAGE 26 Consolidated Statements of Shareholders' Equity / PAGE 27 Consolidated Statements of Cash Flows / PAGE 28 Notes to Consolidated Financial Statements / PAGE 38 Management's Responsibility for Financial Statements / PAGE 38 Report of Independent Auditors / PAGE 39 Management's Discussion & Analysis of Financial Condition & Results of Operations / PAGE 44 Quarterly Financial Data / PAGE 44 Market Information / PAGE 44 Selected Financial Data / PAGE 45 Consolidated Five-Year Financial & Statistical Summary

ATMOS EMERCY CORPORATION

CONSOLIDATED BALANCE SHEETS

	September 30,	
	1995	1994
	(In thousands, e	xcept share data)
ASSETS		
Property, plant and equipment		# 527.02.4
Utility plant	\$589,801	\$537,834
Construction in progress	<u>5,558</u>	5,858
	595,359	543,692
Less accumulated depreciation and amortization	232,107	216,285
Net property, plant and equipment	363,252	327,407
Current assets		
Cash and cash equivalents	2,294	2,766
Accounts receivable, less allowance for doubtful accounts		
of \$916 in 1995 and \$787 in 1994	25,690	29,678
Inventories	6,747	5,888
Gas stored underground	10,758	12,657
Prepayments	2,747	2,309
Total current assets	48,236	53,298
Deferred charges and other assets	34,295	35,973
g The state of the	\$445,783	\$416,678
CAPITALIZATION AND LIABILITIES Shareholders' equity Common stock, no par value (stated at \$.005 per share); authorized 75,000,000 shares; issued and outstanding		
1995 - 15,519,112 shares, 1994 - 15,297,166 shares	\$ 78	\$ 77
Additional paid-in capital	106,496	102,456
Retained earnings	51,704	47,023
Total shareholders' equity	158,278	149,556
Long-term debt	131,303	138,303
Total capitalization	289,581	287,859
Current liabilities	207,001	20,120,
Current maturities of long-term debt	7,000	4,000
Notes payable to banks	33,500	18,100
Accounts payable	24,945	21,975
Taxes payable	1,926	4,864
Customers' deposits	9,343	8,257
Other current liabilities	10,641	7,038
Total current liabilities	87,355	64,234
Deferred income taxes	33,120	30,184
Deferred credits and other liabilities	35,727	34,401
	\$445,783	\$416,678

ATMOS ENERGY CORPORATION

CONSOLIDATED STATEMENTS OF INCOME

Year ended September 30,

	1995	1994	1993
		(In thousands, except per share data)	
Operating revenues	\$435,820	\$499,808	\$459,641
Purchased gas cost	268,810	_331,571	296,532
Gross profit	167,010	168,237	163,109
Operating expenses			
Operation	83,431	92,132	82,185
Maintenance	4,276	5,888	6,335
Depreciation and amortization	20,741	18,841	17,433
Taxes, other than income	16,611	16,808	16,806
Income taxes	<u>9,574</u>	8,102	10,073
Total operating expenses	134,633	141,771	132,832
Operating income	32,377	26,466	30,277
Other income (expense)			
Interest income	459	168	327
Other, net	(242)	335	239
Total other income	217	503	566
Interest charges	<u> 13,721</u>	12,290	13,299
Net income	\$ 18,873	\$ 14,679	\$ 17,544
Net income per share	<u>\$ 1.22</u>	\$.97	<u>\$ 1.22</u>
Cash dividends per share	<u>\$.92</u>	\$.88	\$.85
Average shares outstanding	<u> 15,416</u>	<u> 15,195</u>	14,338

CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY

Common Stock

	Number of shares	Stated value	Additional paid-in capital	Retained earnings
		(In thousand	ds, except share data)	
Balance, September 30, 1992	13,971,813	\$70	\$ 78,541	\$38,637
Net income	-	-	=	17,544
Cash dividends (\$.85 per share)	-	-	-	(9,262)
GGC distributions	-	-	-	(893)
Common stock issued				
Stock option plan	6,000	-	60	-
Direct stock purchase plan	760,089	3	13,401	-
Employee stock ownership plan	131,000	1	2,277	-
Less: GGC net income for the quarter ended				
December 31, 1992 (Note 2)	_		_	(950)
Balance, September 30, 1993	14,868,902	74	94,279	45,076
Net income	-	-	=	14,679
Cash dividends (\$.88 per share)	-	-	-	(12,612)
GGC distributions	-	-	-	(120)
Common stock issued				
Restricted stock grant plan	105,000	1	2,134	-
Direct stock purchase plan	173,801	1	3,037	-
Employee stock ownership plan	149,463	1	2,713	-
Other	-		293	
Balance, September 30, 1994	15,297,166	77	102,456	47,023
Net income	-	-	-	18,873
Cash dividends (\$.92 per share)	-	-	-	(14,192)
Common stock issued				
Restricted stock grant plan	7,000	-	119	-
Employee stock ownership plan	214,946	ł	3,876	• -
Other			45	
Balance, September 30, 1995	15,519,112	<u>\$78</u>	\$106,496	\$51,704

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year ended September 30,		
	1995	1994	1993
		(In thousands)	
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income	\$ 18,873	\$14,679	\$16,594
Adjustments to reconcile net income to			
net cash provided by operating activities			
Depreciation and amortization	20.741	10041	1 (100
Charged to depreciation and amortization	20,741 3,592	18,841	16,480
Charged to other accounts Deferred income taxes	3,392 2,809	1,476 244	3,377
Other	2,809	2,101	2,733 622
Other			622
	48,026	37,341	39,806
Change in assets and liabilities			
(Increase) decrease in accounts receivable	3,988	(478)	1,564
(Increase) decrease in inventories	(859)	176	708
(Increase) decrease in gas stored underground	1,899	4,946	(6,176)
(Increase) decrease in prepayments	(438)	1,931	1,873
Decrease in deferred charges and other assets	(333)	(3,824)	(10,908)
Increase (decrease) in accounts payable	2,970	(7,128)	(58)
Increase (decrease) in taxes payable	(2,766)	(1,314)	195
Increase (decrease) in customers' deposits	1,086	395	(61)
Increase in other current liabilities	3,603	583	1,804
Increase in deferred credits and other liabilities	1,326	<u>8,596</u>	8,398
Net cash provided by operating activities	58,502	41,224	37,145
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditures	(62,927)	(50,355)	(43,143)
Retirements of property, plant and equipment	<u>2,749</u>	<u>1,906</u>	935
Net cash used in investing activities	(60,178)	(48,449)	(42,208)
CASH FLOWS FROM FINANCING ACTIVITIES			
Net increase (decrease) in notes payable	(24,600)	22,400	2,563
Proceeds from issuance of long-term debt	40,000	-	-
Repayment of long-term debt	(4,000)	(9,850)	(4,500)
Cash dividends and distributions paid	(14,192)	(12,732)	(10,155)
Issuance of common stock	3,996		15,742
Net cash provided by financing activities	1,204	7,705	3,650
.Net increase (decrease) in cash and			
cash equivalents	(472)	480	(1,413)
Cash and cash equivalents at beginning of year	2,766	<u>2,286</u>	3,699
Cash and cash equivalents at end of year	\$ 2,294	\$ 2,766	\$ 2,286
St. 10 St			

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

I. / SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of business - Atmos Energy Corporation and its subsidiaries ("Atmos" or the "Company") are in the business of distributing natural gas to residential, commercial, industrial and agricultural customers within service areas located in Texas, Louisiana, Kentucky, Colorado, Kansas and a small portion of Missouri. Such business is subject to federal and state regulation and/or regulation by local authorities in each of the six states in which the Company operates. The Company has no other material business segments.

Principles of consolidation - The accompanying consolidated financial statements include the accounts of Atmos Energy Corporation and its subsidiaries. Each subsidiary is wholly-owned and all material intercompany items have been eliminated.

Revenue recognition - Sales of natural gas are billed on a monthly cycle basis; however, the billing cycle periods for certain classes of customers do not necessarily coincide with accounting periods used for financial reporting purposes. The Company follows the revenue accrual method of accounting for natural gas revenues whereby revenues applicable to gas delivered to customers but not yet billed under the cycle billing method are estimated and accrued and the related costs are charged to expense. Estimated losses due to credit risk are reserved at the time revenue is recognized.

Property, plant and equipment - Property, plant and equipment is stated at original cost net of contributions in aid of construction. The cost of additions includes an allowance for funds used during construction and applicable overhead charges. Major renewals and betterments are capitalized, while the costs of maintenance and repairs are charged to expense as incurred. Property, plant and equipment is depreciated at various rates on a straight-line basis over the estimated useful lives of the assets. In the first quarter of fiscal 1993, the Company changed the estimated average useful lives used to compute depreciation for certain utility plant assets. These changes resulted from revised estimates of the projected economic life of the affected assets based on recent orders received from regulatory bodies having jurisdiction over the Company and independently performed depreciation service life studies. The effect of this change on net income for the year ended September 30, 1993 was an increase of \$1,104,000. The composite rates were 4.1% and 3.5% for the years ended September 30, 1995 and 1994, respectively. At the time property, plant and equipment is retired, the cost, plus removal expenses and less salvage, is charged to accumulated depreciation.

Inventories - Inventories consist of materials and supplies and merchandise held for resale. Inventories are stated at the lower of average cost or market.

Gas stored underground - Net additions of inventory gas to underground storage and withdrawals of inventory gas from storage are priced using the average cost method. Non-current gas in storage is classified as property, plant and equipment and is priced at cost.

Income taxes - The Company provides deferred income taxes for significant temporary differences in the recognition of revenues and expenses for tax and financial reporting purposes.

Cash and cash equivalents - The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Deferred charges and other assets - Deferred charges and other assets at September 30, 1995 and 1994 include assets of the Company's qualified defined benefit retirement plans in excess of the plans' obligations in the amounts of \$9,962,000 and \$12,275,000, respectively, and Company assets related to the nonqualified retirement plans at September 30, 1995 and 1994 of \$16,510,000 and \$15,735,000, respectively.

Deferred credits and other liabilities - Deferred credits and other liabilities include customer advances for construction of \$8,212,000 and \$8,428,000 at September 30, 1995 and 1994, respectively; obligations under capital leases of \$2,882,000 and \$6,294,000 at September 30, 1995 and 1994, respectively; and obligations under the Company's nonqualified retirement plans of \$16,125,000 and \$11,151,000 at September 30, 1995 and 1994, respectively. At September 30, 1994, a payable of \$1,300,000 was recorded for expenses related to an early retirement program under Greeley Gas Company's qualified defined benefit retirement plan.

Earnings per share - The calculation of primary earnings per share is based on reported net income divided by weighted average common shares outstanding. The Company does not have other classes of stock or dilutive common stock equivalents. See Note 2 for a discussion of supplemental net income per share.

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P. / GREELEY GAS COMPANY ACQUISITION

On December 22, 1993, Atmos acquired by means of a merger all of the assets and liabilities of Greeley Gas Company ("GGC") in accordance with the terms and provisions of an Agreement and Plan of Reorganization dated July 2, 1993. GGC is a natural gas utility engaged in the distribution and sale of natural gas to residential, commercial, industrial, agricultural, and other customers throughout Colorado, Kansas, and a small portion of Missouri. All of the shares of GGC's common stock were exchanged for a total of 3,493,995 shares of Atmos common stock as adjusted for a 3-for-2 stock split (2,329,330 shares on a pre-split basis). See Note 5 for information regarding the stock split in May 1994. This merger transaction was accounted for as a pooling of interests; therefore, all historical financial statements and notes thereto have been restated. Subsequent to the merger, the business of GGC has been operated through the Company's Greeley Gas Company division (the "Greeley Gas Division").

GGC prepared its financial statements on a December 31 fiscal year end. GGC's fiscal year has been changed to September 30 to conform to the Company's year end. The restated consolidated statement of income for the year ended September 30, 1993 includes Atmos and GGC operations for the twelve months then ended. As a result, GGC's operations for the three months ended December 31, 1992 (operating revenue of \$18,322,842 and net income of \$950,185) are included in both the 1993 and 1992 restated statements of income, and the GGC net income for this period has been deducted in calculating the shareholders' equity balances at September 30, 1993 and cash flows for the year then ended.

In 1987, GGC elected classification as an S Corporation (small business corporation) under the provisions of the Internal Revenue Code. Normally, income taxes are not reported in the financial statements of S Corporations as the liability for payment of federal and state income taxes is the direct responsibility of the shareholders. However, during 1991, as part of the settlement of rate cases filed in the states of Colorado and Kansas, GGC was ordered to begin providing for current and deferred income taxes. Accordingly, the Company's restated 1991 financial statements include a one-time charge to income of \$1,081,202 to reinstate deferred income taxes for GGC. Supplemental net income and earnings per share of the Company are presented below to eliminate the one-time charge and to reflect income tax expense in periods prior to 1994 as if GGC had not made the S Corporation election in 1987.

	Year ended September 30, 1993
	(In thousands, except per share data)
Supplemental net income	<u>\$ 18,132</u>
Supplemental net income per share	\$ 1.26

Results of operations and net income for the previously separate companies for periods prior to the merger are as follows:

	Quarter ended December 31, 1993	Year ended September 30, 1993
	(In the	ousands)
Operating revenues		
Atmos	\$119,223	\$388,495
GGC	26,278	71,146
	<u>\$145,501</u>	<u>\$459,641</u>
Net income		
Atmos	\$ 5,458	\$ 15,712
GGC	1,630	1,832
	\$ 7,088	<u>\$ 17,544</u>

The dividends per share presentation on the consolidated statements of income reflects Atmos dividends declared per share as adjusted for the 3-for-2 stock split in May 1994. The cash dividends per share reflect the per share dividends declared by Atmos Energy Corporation for the years ended September 30, 1994 and 1993. The restated cash dividends and distributions per share reflect the total amounts paid by Atmos and GGC to their shareholders in each of those two years, divided by the total amount of weighted average shares outstanding in those periods as restated for the shares issued to effect the merger between Atmos and GGC and the 3-for-2 stock split in May 1994.

	Year ended September 30,	
	1994	1993
Cash dividends per share	\$.88	\$.85
Restated cash dividends and distributions per share, including GGC	\$.84	<u>\$.71</u>

3. / LONG-TERM DEBT AND NOTES PAYABLE

Long-term debt at September 30, 1995 and 1994 consisted of the following:

		1777
	(Ir	thousands)
Unsecured 7.95% Senior Notes, payable in annual installments of \$1,000,000 beginning		
August 31, 1997 through August 31, 2006 with semiannual interest payments	\$ 10,000	\$ 10,000
Unsecured 9.57% Senior Notes, payable in annual installments of \$2,000,000 beginning		
September 30, 1997 through September 30, 2006 with semiannual interest payments	20,000	20,000
Unsecured 9.76% Senior Notes, payable in annual installments of \$3,000,000 beginning		
December 30, 1995 through December 30, 2004 with semiannual interest payments	30,000	30,000
Unsecured 9.75% Senior Notes, payable in varying annual installments through		
December 30, 1996	3,000	5,000
Unsecured 11.2% Senior Notes, payable in annual installments of \$2,000,000 beginning		
December 30, 1993 through December 30, 2002 with semiannual interest payments	16,000	18,000
First Mortgage Bonds, 9.4% Series J, due May 1, 2021	17,000	17,000
Unsecured 10% Notes, due December 31, 2011	2,303	. 2,303
Unsecured 8.07% Senior Notes, payable in annual installments of \$4,000,000 beginning		
October 31, 2002 through October 31, 2006 with semiannual interest payments	20,000	20,000
Unsecured 8.26% Senior Notes, payable in annual installments of \$1,818,182 beginning		
October 31, 2004 through October 31, 2014 with semiannual interest payments	20,000	20,000
	138,303	142,303
Less amounts classified as current	(7,000)	(4,000)
	\$131,303	\$138,303

in November 1994, the Company entered into note purchase agreements with two insurance companies and issued at par \$20,000,000 of unsecured Senior Notes at 8.07% and \$20,000,000 of unsecured Senior Notes at 8.26%. As a result of this financing, \$40,000,000 of notes payable to banks was classified as long-term at September 30, 1994.

During the quarter ended December 31, 1994, the Company paid installments due of \$2,000,000 on its 9.75% Senior Notes and \$2,000,000 on its 11.2% Senior Notes.

The Company may prepay any of the Senior Notes in whole at any time, subject to a prepayment premium. The note agreements provide for certain cash flow requirements and restrictions on additional indebtedness, sale of assets and payment

of dividends. Under the most restrictive of such covenants, cumulative cash dividends paid after September 30, 1988 may not exceed the sum of 75% of accumulated net income for periods after September 30, 1988 plus \$12,000,000 plus the proceeds from the sale of common stock after September 30, 1988. At September 30, 1995, approximately \$48,451,000 of shareholders' equity was not so restricted.

1995

As of September 30, 1995, all of the Company's utility plant assets in Colorado, Kansas and Missouri with a net book value of approximately \$66,170,000 are subject to a lien under the 9.4% Series J First Mortgage Bonds assumed by the Company in the acquisition of GGC.

Maturities of long-term debt are as follows (in thousands):

1996	\$	7,000
1997		9,000
1998		8,000
1999		8,000
2000		8,000
Thereafter		98,303
	\$1:	38,303

Notes payable to banks

The Company has committed short-term, unsecured bank credit facilities totaling \$90,000,000, all of which was unused at September 30, 1995. One facility of \$80,000,000 requires a commitment fee of 1/10 of 1% on the unused portion. A second facility for \$10,000,000 requires a commitment fee of 3/16 of 1% on the unused portion. The committed lines are renewed or renegotiated at least annually.

The Company also had aggregate uncommitted credit lines of \$140,000,000, of which \$106,500,000 was unused as of September 30, 1995. The uncommitted lines have varying terms and the Company pays no fee for the availability of the lines. Borrowings under these lines are made on a when and as-available basis at the discretion of the banks.

The weighted average interest rate on short-term borrowings outstanding at September 30, 1995 and 1994 were 7.0% and 5.6%, respectively.

4. / INCOME TAXES

The components of income tax expense for 1995, 1994 and 1993 are as follows:

	1995	1994 (In thousands)	1993
Current Deferred	\$6,765 2,809	\$7,858 244	\$ 7,340 2,733
Delerred	\$9,574	\$8,102	\$10,073

Included in the provision for income taxes are state income taxes of \$506,000, \$328,000, and \$890,000 for 1995, 1994, and 1993, respectively.

Effective October 1, 1993, the Company adopted Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes" ("SFAS No. 109") and, as permitted under these rules, prior years' financial statements have not been restated. Adoption of the new standard in 1994 had no significant effect on net income.

This standard changes the Company's method of accounting for income taxes from the deferred method (APB II) to the liability method. Previously the Company deferred the past tax effects of timing differences between financial reporting and

taxable income. Under the liability method of SFAS No. 109, deferred tax assets and liabilities are recognized for the estimated future tax effects of differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases.

Deferred income taxes reflect the tax effect of differences between the basis of assets and liabilities for book and tax purposes. The tax effect of temporary differences that give rise to significant components of the deferred tax liabilities and deferred tax assets at September 30, 1995 and 1994 are presented below.

	1995	1994
	(In tho	usands)
Deferred tax assets		
Costs expensed for book purposes and capitalized for tax purposes Accruals not currently deductible	\$ 872	\$ 914
for tax purposes	1,045	1,929
Customer advances	2,020	2,365
Nonqualified benefit plans	7,107	5,074
Postretirement benefits	2,187	1,442
Other, net	2,902	1,198
Total deferred tax assets	16,133	12,922
Deferred tax liabilities		
Tax and book basis of utility plant	43,549	37,316
Prepaid pensions	4,528	4,640
Other, net	<u> </u>	1,150
Total deferred tax liabilities	49,253	43,106
Net deferred tax liabilities	\$33,120	\$30,184
SFAS No. 109 deferred accounts for rate regulated entities (included in other deferred credits):		
Liabilities	\$ 2,580	\$ 2,647

During 1993, deferred income taxes were provided for significant timing differences in recognition of revenues and expenses for tax and financial reporting purposes. The effects of these timing differences at September 30, 1993 were as follows:

	1993
	(In thousands)
Excess of tax over financial	
depreciation and amortization	\$ 1,754
Items capitalized for financial reporting and	
recognized currently for tax reporting	416
Deferred gas service revenue recognized	
currently for tax reporting	1,464
Other, net	<u>(901)</u>
Total deferred income taxes	\$ 2,733

Reconciliations of the provisions for income taxes computed at the statutory rate to the reported provisions for income taxes for 1995, 1994 and 1993 are set forth below:

	Liability Method		Deferred Method
	1995	1994	1993
		(In thousands)	
Tax at statutory rate of 34%			
through December 31, 1992			
and 35% thereafter	\$9,956	\$7,992	\$ 9,603
Financial expenses, not deductible			
for tax reporting	35	503	680
Common stock dividends deductible			
for tax reporting	(619)	(573)	(462)
State taxes	261	328	682
Other, net	(59)	(148)	(430)
Provision for income taxes	\$9,574	\$8,102	\$10,073

5. / STOCK SPLIT

On February 9, 1994, the Board of Directors of Atmos approved a 3-for-2 split of its common stock implemented in the form of a stock dividend, which resulted in shareholders receiving one new share for every two shares held. Fractional shares were not issued but were paid in cash or credited to the accounts of participants of the Dividend Reinvestment and Stock Purchase Plan ("DRSPP") and ESOP. The record date for the split was May 4, 1994 and the payment date for mailing the new shares and cash for fractional shares to shareholders was May 16, 1994. All share and per share amounts in the financial statements and notes thereto have been restated to reflect this split, unless otherwise noted.

6. / COMMON STOCK AND STOCK OPTIONS

At the annual meeting of shareholders on February 8, 1995, the shareholders approved an increase in the number of authorized shares of common stock from 50,000,000 to 75,000,000.

The Company issued 221,946 shares of its common stock in fiscal 1995 in connection with its Restricted Stock Grant Plan and Employee Stock Ownership Plan.

The Company has an Employee Stock Ownership Plan as discussed in Note 7. The Company has registered 1,600,000 shares for issuance under the plan, of which 874,830 shares were available for future issuance on September 30, 1995.

In August 1992, the Company announced a Direct Stock Purchase Plan ("DSPP") which was the successor to and replacement for the Dividend Reinvestment Plan ("DRP"). Members of the DRP were automatically enrolled in the DSPP. In November 1993, the Company amended the DSPP to remove the direct stock purchase feature of the plan and to rename the plan the Atmos Energy Corporation Dividend Reinvestment and Stock Purchase Plan ("DRSPP"). In January 1995, the direct stock purchase feature was reinstated and the name was changed back to the Direct Stock Purchase Plan. Participants in the DSPP may have all or part of their dividends reinvested at a 3% discount from market prices. DSPP participants may purchase additional shares of Company common stock as often as weekly with voluntary cash payments of at least \$25, up to an annual maximum of \$100,000. At September 30, 1995, 712,596 shares were available for future issuance under the plan.

On April 27, 1988, the Company adopted a Shareholders' Rights Plan (the "Rights Plan") and declared a dividend of one right (a "Right") for each outstanding pre-split share of common stock of the Company, payable to shareholders of record as of May 10, 1988. Each Right will entitle the holder thereof, until the earlier of May 10, 1998 or the date of redemption of the Rights, to buy one share of common stock of the Company at an exercise price of \$30 per share, subject to adjustment by the Board of Directors upon the occurrence of certain events. The Rights will be represented by the common stock certificates and are not exercisable or transferable apart from the common stock until a "Distribution Date" (which is defined in the Rights Agreement between the Company and the Rights Agent as the date upon which the Rights become separate from the common stock).

At no time will the Rights have any voting rights. The exercise price payable and the number of shares of common stock or other securities or property issuable upon exercise of the Rights are subject to adjustment from time to time to prevent dilution. Until the Distribution Date, the Company will issue one Right with each share of common stock that becomes outstanding so that all shares of common stock will have attached Rights. After a Distribution Date, the Company may issue Rights when it issues common stock if the Board deems such issuance to be necessary or appropriate.

The Rights have certain anti-takeover effects and may cause substantial dilution to a person or entity that attempts to acquire the Company on terms not approved by the Board of Directors except pursuant to an offer conditioned upon a substantial number of Rights being acquired. The Rights should not interfere with any merger or other business combination approved by the Board of Directors because, prior to the time the Rights become exercisable or transferable, the Rights may be redeemed by the Company at \$.05 per Right.

The Company had an Incentive Stock Option Plan for key employees covering an aggregate of 100,000 shares of common

tock. The plan provided for options to be granted at prices not ess than the fair market value of the stock on the date of grant and to be exercisable over ten years from such date in cumulative annual installments of 25% of the aggregate shares granted, commencing one year after the date of grant. At September 30, 1993, no options were outstanding under the plan. The Company allowed the plan to expire in October 1993 without granting additional options.

The following table summarizes the status of the expired Incentive Stock Option Plan as of September 30, 1993:

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	1993		
	Shares	Price per share	
Outstanding options at beginning of year	6,000	\$9.25-10.63	
Exercised	(6,000)	9.25-10.63	
Outstanding options at end of year	_		
Exercisable options at end of year			
Options available for future grants (pre-split)	8,150		

The Company's Restricted Stock Grant Plan for management and key employees of the Company, which became effective October 1, 1987, provides for awards of common stock that are subject to certain restrictions. The plan is administered by the Board of Directors. The members of the Board who are not employees of the Company make the final determinations regarding participation in the plan, awards under the plan, and restrictions on the restricted stock awarded. The restricted stock may consist of previously issued shares purchased in the open market or shares issued directly from the Company. The Company registered 600,000 shares (900,000 post-split shares) for issuance under the plan. Compensation expense of \$1,015,000, \$1,164,000 and \$735,000 was recognized in 1995, 1994 and 1993, respectively, in connection with issuance of shares under the plan. At September 30, 1995, 377,300 shares were available for future award under the plan.

In November 1994, the Board adopted the Outside Directors Stock-for-Fee Plan, which plan was approved by the shareholders of the Company in February 1995. The plan permits non-employee directors to receive all or part of their annual retainer and meeting fees in stock rather than in cash. The Company has registered 50,000 shares, all of which were available for future issuance under the plan as of September 30, 1995.

7. / EMPLOYEE RETIREMENT AND STOCK OWNERSHIP PLANS

At September 30, 1995, the Company had three defined benefit pension plans. One covers the Western Kentucky Division employees, one covers the Greeley Gas Division employees, and the third covers all other Atmos employees. The plans provide essentially the same benefits to all employees. Benefits are based on years of service and the employee's compensation during. the highest paid five consecutive calendar years within the last 10 years of employment. The Company's funding policy is to contribute annually an amount in accordance with the requirements of the Employee Retirement Income Security Act of 1974. Contributions are intended to provide not only for benefits attributed to service to date but also for those expected to be earned in the future.

The following table sets forth the Atmos plan's funded status at September 30, 1995 and 1994:

	1995	1994
	(In thousands)	
Actuarial present value of benefit obligations		
Accumulated benefit obligation, including vested benefits of \$74,967 and \$63,658 in 1995		
and 1994, respectively	<u>\$(75,529)</u>	<u>\$(64,805)</u>
Projected benefit obligation	\$(84,182)	\$(73,895)
Plan assets at fair value	82,464	73,454
Funded status	(1,718)	(441)
Unrecognized net asset being		` ,
recognized over 15 years	(416)	(633)
Unrecognized prior service cost	(1,812)	(1,955)
Unrecognized net loss	3,514	3,326
(Accrued) prepaid pension cost	<u>\$ (432)</u>	. \$ 297

Net periodic pension cost for the Atmos plan for 1995, 1994 and 1993 included the following components:

	1995	1994	1993
		(In thousands)	
Service cost	\$ 1,862	\$1,846	\$1,543
Interest cost on projected benefit obligation	6,060	5,614	5,242
Actual return on plan assets	(12,200)	(955)	(9,445)
Net amortization and deferral	5,007	(5,778)	_3,206
Net periodic pension cost	<u>\$ 729</u>	\$ 727	\$ 546

ATMOS ENERGY CORPORATION

The following table sets forth the Western Kentucky Gas Division plan's funded status at September 30, 1995 and 1994:

	1995	1994
Actuarial present value of benefit obligations	(In th	ousands)
Accumulated benefit obligation, including vested benefits of \$27,236 and \$24,247 in 1995 and 1994, respectively	<u>\$(27,262</u>)	<u>\$(24,874)</u>
Projected benefit obligation Plan assets at fair value	\$(31,642) 42,216	\$(28,328) 37,409
Funded status Unrecognized prior service cost Unrecognized net gain	10,574 2,855 (2,468)	9,081 3,378 (1,442)
Prepaid pension cost	\$ 10,961	\$11,017

Net periodic pension cost for 1995, 1994 and 1993 included the following components:

	1995	1994	1993
		(In thousands)	
Service cost	\$ 706	\$ 729	\$. 639
Interest cost	2,306	2,160	2,016
Actual return on plan assets	(6,355)	324	(5,604)
Net amortization and deferral	3,399	(3,097)	3,110
Net periodic pension cost	\$ 56	\$ 116	\$ 161

The weighted-average discount rates used in determining the actuarial present value of the projected benefit obligations of the Atmos and WKG retirement plans were 7.5% and 8.375% at June 30, 1995 and 1994, respectively. The rate of increase in future compensation levels reflected in such determination was 4.0% and 4.5% for the years ended September 30, 1995 and 1994, respectively. The expected long-term rate of return on plan assets was 10.0%, 9.5% and 8.5% for the years ended September 30, 1995, 1994 and 1993, respectively. The plan assets consist primarily of investments in common stocks, interest bearing securities and interests in commingled pension trust funds. Prepaid pension cost is included in deferred charges and other assets.

The following table sets forth the Greeley Gas Division plan's funded status at September 30, 1995 and 1994:

	(In tho	1994 usands)
Actuarial present value of benefit obligations		
Accumulated benefit obligation, including vested benefits of \$13,134 and \$12,849 in 1995	2//2 227	
and 1994, respectively	<u>\$(13,385)</u>	<u>\$(13,206)</u>
Projected benefit obligation Plan assets at fair value	\$(15,148) 	\$(15,020) 13,140
Funded status Unrecognized net asset being	(541)	(1,880)
recognized over 15 years	(1,810)	(2,100)
Unrecognized prior service cost	419	455
Unrecognized net loss	1,370	3,186
Accrued pension cost	<u>\$ (562)</u>	<u>\$ (339)</u>

Net periodic pension cost (credit) for the Greeley Gas Division plan for 1995, 1994 and 1993 included the following components:

	1995	1994	1993
		(In thousands)	
Service cost	\$ 328	\$ 486	\$ 374
Interest cost on projected			
benefit obligation	1,208	1,039	954
Actual return on plan assets	(2,530)	441	(1,180)
Net amortization and deferral	1,217	(1,795)	(257)
Net periodic pension			
cost (credit)	<u>\$ 223</u>	<u>\$ 171</u>	<u>\$ (109)</u>

Accumulated plan benefits were computed using the Projected Unit Credit funding method. The discount rate and rate of increase in future compensation levels used in determining the actuarial present value of the projected benefit obligations were 7.5% and 4.0%, respectively, in 1995 and 8.375% and 4.5%, respectively, in 1994. The expected long-term rate of return on plan assets was 10.0%, 9.5% and 9.0% in 1995, 1994 and 1993, respectively. Plan assets consist primarily of corporate bonds, equity securities, mutual funds, partnership interests, and other miscellaneous investments. The actual return on plan assets in 1994 resulted in a loss of \$.4 million due to writedowns of certain plan assets to reflect current market value.

Effective October 1, 1987, the Company adopted a nonqualified Supplemental Executive Benefits Plan ("Supplemental Plan") which provides additional pension, disability and death benefits to the officers and certain other employees of the Company. Expense recognized in connection with the Supplemental Plan during fiscal 1995, 1994 and 1993 was \$2,158,000, \$2,062,000 and \$1,492,000, respectively.

The Company sponsors an Employee Stock Ownership Plan ("ESOP"). Full time employees who have completed one year of service, as defined in the plan, are eligible to participate. Each participant enters into a salary reduction agreement with the Company pursuant to which the participant's salary is reduced by an amount not less than 2% nor more than 10%. Taxes on the amount by which the participant's salary is reduced are deferred pursuant to Section 401(k) of the Internal Revenue Code. The amount of the salary reduction is contributed by the Company to the ESOP for the account of the participant. The Company may make a matching contribution for the account of the participant in an amount determined each year by the Board of Directors, which amount must be at least equal to 25% of all or a portion of the participant's salary reduction. For the 1995 plan year, the Board of Directors elected to match 100% of each participant's salary reduction contribution up to 4% of the participant's salary. These matching percentages have also been approved for the 1996 plan year. Matching contributions to the ESOP amounted to \$1,977,000, \$1,780,000, and \$1,413,000 for 1995. 1994 and 1993, respectively. The Directors may also approve discretionary contributions, subject to the provisions of the Internal Revenue Code of 1986 and applicable regulations of the Internal Revenue Service. The Company recorded a charge of \$1,000,000 for a discretionary contribution in the year ended September 30, 1993. Company contributions to the plan are expensed as incurred.

Effective January 1, 1988, the Greeley Gas Division adopted a 401(k) plan that covers substantially all the Greeley Gas Division employees. Employee contributions were limited to 6% of base compensation. The Company matched 50% of employee contributions. Total employer contributions to the 401(k) plan were \$141,000 and \$230,000 for the periods ended September 30, 1994 and 1993 respectively. Contributions to the plan were discontinued on March 31, 1994 and participants were enrolled in the Atmos ESOP on April 1, 1994.

8. / OTHER POSTRETIREMENT BENEFITS

In addition to providing pension benefits, the Company provides certain other postretirement benefits for retired employees, the major benefit being health care. To be eligible for these benefits, an employee must retire under the terms

of the Company's retirement plans. Prior to 1994, the cost of other postretirement benefits was recognized by expensing claims and annual insurance premiums as incurred. In fiscal 1993, these costs totaled \$1,453,000.

Effective October 1, 1993, the Company adopted Financial Accounting Standards No. 106 ("SFAS No. 106"), "Employers' Accounting for Postretirement Benefits Other Than Pensions". SFAS No. 106 focuses principally on postretirement health care benefits and significantly changed the practice of accounting for postretirement benefits on a pay-as-you-go basis by requiring accrual of such benefit costs at Atmos on an actuarial basis from the date each employee reaches age 45 until the date of full eligibility for such benefits. The Company is amortizing on a straight line basis the initial transition obligation of \$33,354,000 over 20 years. The effect of adopting the new rules increased net periodic postretirement benefit cost for the year ended September 30, 1994 by \$3,789,000 and decreased net income by \$2,440,000. Approximately \$746,000 of this increased cost was recovered through rates during 1994.

Atmos sponsors two defined benefit postretirement plans other than pensions. One plan provides medical, dental, and vision benefits to retired employees of Greeley Gas Company. The other offers medical benefits to all other retired Atmos employees. Substantially all of the Company's employees may become eligible for these benefits if they reach retirement age while working for the Company and attain 10 consecutive years of service. Participant contributions are required under these plans. Prior to June 1994, the plans were not funded. In June 1994, the Company made its first quarterly payment to the external trust set up to fund SFAS No. 106 costs in excess of the pay-asyou-go cost in Kansas in accordance with an order of the Kansas Corporation Commission. In April, 1995 it began external funding in Colorado in accordance with an order of the Colorado Public Utility Commission. The amount of funding will ultimately depend upon the ratemaking treatment allowed in the Company's various rate jurisdictions. The components of net periodic postretirement benefit cost for each of the years ended September 30, 1995 and 1994 are as follows:

	1995	1994
	(In thousands)	
Service cost	\$1,497	\$1,817
Interest cost	2,322	2,269
Actual return on plan assets	(18)	_
Amortization of transition obligation	1,549	1,668
Net amortization and deferral	(150)	
Net periodic postretirement benefit cost	\$5,200	\$5,754

The following is a reconciliation of the funded status of the plans to the net postretirement benefits liability on the balance sheet as of September 30, 1995 and 1994:

	1995	1994
	(In thousands)	
Accumulated postretirement benefit obligation		
Retirees	\$(20,402)	\$(18,083)
Fully eligible employees	(5,906)	(6,827)
Other employees	(4,468)	(4,206)
	(30,776)	(29,116)
Plan assets	594	274
Accumulated postretirement benefit		
obligation in excess of plan assets	(30,182)	(28,842)
Unrecognized prior service cost	-	(2,256)
Unrecognized net gain	(3,807)	(4,105)
Unrecognized transition obligation	27,892	31,686
Accrued postretirement benefits liability	\$ (6,097)	\$ (3,517)

In the latest actuarial calculation of the accrued postretirement benefits liability, the assumed health care cost trend rate used to estimate the cost of postretirement benefits was 9.5% for 1995, 8.5% for 1996 and is assumed to decrease gradually to 5.0% for 2000 and remain at that level thereafter. Similarly, the dental trend rate is 7.5% for 1995 and decreases to 7.0% for 1996 at which time dental benefits will be discontinued. The trend for vision benefits is assumed to remain level for all years at 4.5%. The effect of a 1% increase in the assumed health care cost trend rate for each future year is \$353,000 and \$410,000 on the annual aggregate of the service and interest cost components of net periodic postretirement benefit costs and \$2,355,000 and \$2,279,000 on the accumulated postretirement benefit obligation as of September 30, 1995 and 1994, respectively. The assumed discount rate, the rate at which liabilities could be settled, was 7.5% and 8.25% as of September 30, 1995 and 1994, respectively.

The Company is currently recovering other postretirement benefit ("OPEB") costs through its regulated rates under SFAS No. 106 accrual accounting in Colorado, Kansas, the majority of its Texas service area and in Kentucky (effective November 1, 1995). It recovers OPEB costs on the pay-as-you-go basis in Louisiana. Management believes that accrual accounting in accordance with SFAS No. 106 is appropriate and will continue to seek rate recovery of accrual-based expenses in its ratemaking jurisdictions that have not yet approved the recovery of these expenses. The ultimate impact of the adoption of SFAS No. 106 on the Company's financial position and results of operations will not be

known with certainty until the regulatory treatment that will be allowed in each of the Company's ratemaking jurisdictions is determined.

9. / POSTEMPLOYMENT BENEFITS

The Company also provides postemployment benefits, primarily workers' compensation, to former or inactive employees after employment but before retirement. Effective October 1, 1994, the Company adopted Statement of Financial Accounting Standards No. 112, "Employers Accounting for Postemployment Benefits" ("SFAS No. 112"). SFAS No. 112 requires that certain benefits provided to former or inactive employees, after employment but before retirement, such as workers' compensation, disability benefits and health care continuation coverage be accrued if attributable to the employees' prior service. Prior to October 1, 1994, such postemployment benefit costs were recorded and recovered in rates on the pay-as-you-go basis. Both the cumulative effect of adopting SFAS No. 112, as well as the effect of the new standard upon the recurring expense being recognized for these benefits in 1995, were not material.

10. / CONTINGENCIES

On March 15, 1991, suit was filed in the 15th Judicial District Court of Lafayette Parish, Louisiana, by the "Lafayette Daily Advertiser" and others against the Trans La Division, Trans Louisiana Industrial Gas Company, Inc. ("TLIG"), a wholly owned subsidiary of the Company, and Louisiana Intrastate Gas Corporation and certain of its affiliates ("LIG"). LIG is the Company's primary supplier of natural gas in Louisiana and is not otherwise affiliated with the Company.

The plaintiffs purported to represent a class consisting of all residential and commercial gas customers in the Trans La Division's service area. Among other things, the lawsuit alleged that the defendants violated antitrust laws of the state of Louisiana by manipulating the cost-of-gas component of the Trans La Division's gas rate to the purported customer class, thereby causing such purported class members to pay a higher rate. The plaintiffs made no specific allegation of an amount of damages.

The defendants brought an appeal to the Louisiana Supreme Court of rulings by the trial court and the Third Circuit Court of Appeal which denied defendants' exceptions to the jurisdiction of the trial court. It was the position of the defendants that the plaintiffs' claims amount to complaints about the level of gas rates and should be within the exclusive jurisdiction of the Louisiana Commission.

On January 19, 1993, the Louisiana Supreme Court issued a decision reversing in part the lower courts' rulings, dismissing all

of plaintiffs' claims against the defendants which seek damages due to alleged overcharges and further ruling that all such claims are within the exclusive jurisdiction of the Louisiana Commission. Any claims which seek damages other than overcharges were remanded to the trial court but were stayed pending the completion of the Louisiana Commission proceeding referred to below.

The Company has reached a tentative settlement with the plaintiffs in the context of the Louisiana Commission proceeding referred to below, which settlement will resolve all outstanding issues relating to the Company, subject to certain procedural conditions.

On July 14, 1995, the Louisiana Commission entered an order approving a settlement with the Company and TLIG in connection with its investigation of the costs included in the Trans La Division's purchased gas adjustment component in its rates. The order exonerated the Company of any wrongdoing or manipulation of the cost of gas component of its gas rate to residential and commercial customers. In the settlement, the Company agreed to refund approximately \$541,000 plus interest to the Trans La Division's customers over a two-year period due to certain issues related to the calculation of the weighted average cost of gas. The refund totalling approximately \$1,016,000, which includes interest calculated through October 1, 1995, began in September 1995 and will be credited to customer bills along with interest that accrues after October 1, 1995. Most of the issues that generated the refunds arose before Trans Louisiana Gas Company was acquired by the Company in 1986.

The Greeley Gas Company Division of the Company is a defendant in several lawsuits filed as a result of a fire in a building in Steamboat Springs, Colorado on February 3, 1994. The plaintiffs claim that the fire resulted from a leak in a severed gas service line owned by the Greeley Division. The Company believes that the evidence shows that any damage to the line was caused by a third party or parties and occurred prior to the Company's acquisition of Greeley Gas Company in 1993. The Company has adequate insurance and/or reserves to cover any potential damages that may be awarded against the Company in this matter, and has been informed by its insurance carrier that the Company's insurance policy will cover punitive damages. The Company believes that the allegations against it are without merit and will vigorously protect its interest in this matter.

From time to time, claims are made and lawsuits are filed against the Company arising out of the ordinary business of the Company. In the opinion of the Company's management,

liabilities, if any, arising from these actions are either covered by insurance, adequately reserved for by the Company or would not have a material adverse effect on the financial condition of the Company.

11. / STATEMENT OF CASH FLOWS

Supplemental disclosures of cash flow information for 1995, 1994 and 1993 are presented below:

	1995	1994	1993
		(In thousands)	
Cash paid for			
Interest	\$11,503	\$12,756	\$13,436
Income taxes	10,123	6,352	8,190

12./ LEASES

The Company has entered into noncancelable leases involving office space and warehouse space. The remaining lease terms range from one to 20 years and generally provide for the payment of taxes, insurance and maintenance by the lessee. Net property, plant and equipment included amounts for capital leases of \$2,694,000 and \$5,664,000 at September 30, 1995 and 1994, respectively.

The related future minimum lease payments at September 30, 1995 were as follows:

	Capital	Operating
	leases	leases
	(In thou	isands)
1996	\$ 568	\$ 7,163
1997	568	7,118
1998	568	6,951
1999	568	6,905
2000	568	6,827
Thereafter	3,415	45,399
Total minimum lease payments	6,255	\$80,363
Less amount representing interest	(3,373)	
Present value of net minimum lease payments	\$2,882	

Consolidated rent expense amounted to \$6,643,000, \$6,490,000 and \$5,277,000 for fiscal 1995, 1994 and 1993, respectively. Rents are expensed and recovered in rates on a pay-as-you-go basis.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

Management is responsible for the preparation, presentation and integrity of the financial statements and other financial information in this report. The accompanying financial statements have been prepared in accordance with generally accepted accounting principles, and include estimates and judgments made by management that were necessary to prepare the statements in accordance with such accounting principles.

The Company maintains a system of internal accounting controls designed to provide reasonable assurance that assets are safeguarded from loss and that transactions are executed and recorded in accordance with established procedures. The concept of reasonable assurance is based on the recognition that the cost of maintaining a system of internal accounting controls should not exceed related benefits. The system of internal accounting controls is supported by written policies and guidelines, internal auditing and the careful selection and training of qualified personnel.

The financial statements have been audited by the Company's independent auditors. Their audit was made in accordance with generally accepted auditing standards, as indicated in the Report of Independent Auditors, and included a review of the system of internal accounting controls and tests of transactions to the extent they considered necessary to carry out their responsibilities for the audit.

Management has considered the internal auditors' and the independent auditors' recommendations concerning the Company's system of internal control and has taken actions that we believe are cost-effective in the circumstances to respond appropriately to these recommendations. The Audit Committee of the Board of Directors meets periodically with the internal auditors and the independent auditors to discuss the Company's internal accounting controls, auditing and financial reporting matters.

REPORT OF ERNST & YOUNG LLP, INDEPENDENT AUDITORS,

Board of Directors Atmos Energy Corporation

We have audited the accompanying consolidated balance sheets of Atmos Energy Corporation at September 30, 1995 and 1994, and the related consolidated statements of income, shareholders' equity and cash flows for each of the three years in the period ended September 30, 1995. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Atmos Energy Corporation at September 30, 1995 and 1994, and its consolidated results of operations and its cash flows for each of the three years in the period ended September 30, 1995 in conformity with generally accepted accounting principles.

Ernst + Young LLP

Dallas, Texas November 8, 1995

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

INTRODUCTION

The Company distributes and sells natural gas to residential, commercial, industrial and agricultural customers in six states. Such business is subject to federal and state regulation and/or regulation by local authorities in each of the states in which the Company operates. In addition, the Company's business is affected by seasonal weather patterns, competitive factors within the energy industry, and economic conditions in the areas that the Company serves.

RATE ACTIVITY

On February 10, 1995, the Company filed with the Kentucky Commission for a rate increase for its Western Kentucky Gas Company Division. The filing requested an annual revenue increase of approximately \$7.7 million, or 5.5 percent. In July 1995 a settlement agreement was filed with the Kentucky Commission. The Company withdrew from the settlement on August 31, 1995, after the Kentucky Commission issued an order that made modifications which the Company found unacceptable. The Company and all intervenors filed a revised settlement, which was approved by the Kentucky Commission without modifications on October 20, 1995, effective November 1, 1995. The order issued by the Kentucky Commission authorizes the Company to increase its rates by \$2.3 million annually, and by an additional \$1.0 million annually beginning in March 1996. The settlement includes a decrease in depreciation rates, recovery of expenses related to adoption of SFAS No. 106 and includes a provision for the Company to begin a three-year demand-side management pilot program for the 1996-97 heating season, which could cost up to \$450,000 annually, resulting in a total operating income increase of approximately \$4.0 million. The Company provides natural gas service to approximately 168,000 customers in Kentucky.

In September 1994, the Company filed to increase revenues by approximately \$2.6 million for a portion of its Energas Company service area, which includes approximately 217,000 customers. The Company requested recovery of accrual accounting for postretirement benefits in accordance with SFAS No. 106. See Note 8 of the accompanying notes to consolidated financial statements for SFAS No. 106 information. In November 1994, the Company implemented an annual revenue increase of approximately \$1.5 million affecting approximately 195,000 customers located inside the city limits of towns in this portion of its Energas Division. Upon approval of the Railroad

Commission of Texas in January 1995, the Company implemented an annual increase of approximately \$.2 million relating to the 22,000 remaining rural customers.

GGC filed a request for an increase in annual revenues of \$4.5 million with the Colorado Public Utility Commission in September, 1993. On May 1, 1994, the Company implemented an annual increase of \$3.2 million or 6.9% in Phase I of this proceeding. The Phase I rates reflect recovery of SFAS No. 106 expenses with external funding, consistent with the recommended decision of the presiding administrative law judge. In October 1994, the Colorado Commission issued its order affirming the increase as set forth in Phase I. In March 1995, the Greeley Gas Division filed Phase II in the rate proceeding, which addressed rate structure. In September 1995 all parties to the proceeding entered into a stipulation and agreement which became final in November 1995 upon the recommendation by an administrative law judge of the Colorado Commission.

Effective December 1, 1993, GGC received an annual rate increase of approximately \$2.1 million or 10.6% in its Kansas service area. The increase reflects recovery of SFAS No. 106 expenses with external funding and a moratorium on rate requests in Kansas until December 1, 1996.

On February 11, 1992, the Company filed a rate case with the city of Amarillo, Texas seeking to increase annual revenues by approximately \$4.4 million, or 12%. In June 1992 the city denied the Company's request for rate relief and the Company appealed to the Railroad Commission. In November 1992, the Railroad Commission issued its decision resulting in a total annual increase of \$2.1 million. The Company and the city requested a rehearing of the Order. On January 11, 1993, the Railroad Commission denied rehearing to both parties. In February 1993, the city appealed the Railroad Commission's rate order to the District Court of Travis County, Texas. In January 1994, the District Court denied the city's appeal. The city appealed to the Court of Appeals. On March 1, 1995 the Austin Court of Appeals issued its decision affirming the Railroad Commission's 1993 Amarillo Rate Order in all respects. The Texas Supreme Court has declined to review the case.

During the period of 1991 through 1993, the Company also filed for and received other rate increases in certain other rate jurisdictions in its Energas Division totaling approximately \$.3 million annually.

In September 1992, the Louisiana Commission issued a rate order for the Company's Louisiana service area, which included a rate stabilization clause ("RSC") for three years that provides for an annual adjustment to the Company's rates to reflect changes in expenses, revenues and invested capital following an annual

review. The RSC provides an opportunity for a return on jurisdictional common equity of between 11.75% and 12.25%. As a result of the Company's filings under the RSC, an increase of \$730,000 annually or 2% went into effect on March 1, 1993, an increase of \$1.1 million annually or 2.7% went into effect on March 1, 1994, and the third increase of \$1.1 million annually or 2.0% went into effect on March 6, 1995. The Company expects to have a hearing before the Louisiana Commission on extending the rate stabilization mechanism.

ACQUISITIONS

The Company has expanded its customer base and sought to diversify the regulations, weather patterns and local economic conditions to which it is subject through acquisitions in 1986, 1987 and 1993. The Company continues to consider and pursue, where appropriate, additional acquisitions of natural gas distribution properties and other business opportunities.

In December 1993, the Company acquired Greeley Gas Company ("GGC") of Denver, Colorado in a merger transaction accounted for as a pooling of interests; therefore, all historical financial statements and notes thereto have been restated to retroactively reflect this merger. At that time, GGC was a privately held company providing natural gas service to nearly 100,000 customers in 122 communities in Colorado, Kansas and a small service area in Missouri. The transaction was structured to be a tax-free reorganization. The Company exchanged 2,329,330 shares of its common stock before the 3-for-2 stock split (3,493,995 shares on a post-split basis) for all of the outstanding stock of GGC. For further information regarding the merger, see Note 2 of notes to consolidated financial statements.

Subsequent to September 30, 1995, the Company acquired privately held Oceana Heights Gas Company ("Oceana") of Thibodaux, Louisiana. Oceana provides natural gas service to approximately 9,200 customers and is located adjacent to a system in Lafourche Parish that was acquired by Atmos in 1994. The transaction will be accounted for as a pooling of interests. The outstanding shares of Oceana Heights capital stock were converted into shares of Atmos common stock having a market value equal to the \$6.4 million purchase price. The Louisiana Commission's approval included regulatory and rate making terms acceptable to Atmos. Although significant for the Trans La Division's operations which currently serve over 70,000 customers in Louisiana, the transaction is not expected to have a material impact on the Company's financial condition and results of operations. The acquisition is consistent with the Company's long-standing corporate development strategy.

RESULTS OF OPERATIONS

Year ended September 30, 1995 compared with year ended September 30, 1994

Operating revenues decreased 13% to \$435.8 million in 1995 from \$499.8 million in 1994 due to weather that was 9% warmer than in 1994 and a 14% decrease in the average cost of gas per thousand cubic feet ("Mcf") sold. Average gas sales revenues per Mcf decreased from 1994 by \$.31 to \$3.83 in 1995, while the average cost of gas per Mcf sold decreased \$.40 to \$2.46 in 1995. The number of meters in service increased to 658,114 at September 30, 1995 compared with 649,319 at September 30, 1994. Sales to weather sensitive residential, commercial and public authority customers decreased approximately 6.3 billion cubic feet ("Bcf") in 1995 while sales to industrial and agricultural customers decreased approximately .5 Bcf. Total sales volumes decreased 5.8% to 109.3 Bcf in 1995, as compared with 1994. Revenues from gas transported for others decreased \$2.4 million to approximately \$11.7 million in fiscal 1995 due to a decrease in volumes transported of 4.8 Bcf to 30.5 Bcf in 1995.

Gross profit decreased by approximately 1% to \$167.0 million in 1995 from \$168.2 million in 1994. The primary factor contributing to the lower gross profit was lower volumes sold and transported due to warmer weather. The effect of warmer weather on gross profit was substantially reduced by implementing rate increases totaling \$2.8 million and \$6.4 million in 1995 and 1994, respectively. Operating expenses, excluding income taxes, decreased 6% to \$125.1 million in 1995 from \$133.7 million in 1994, due primarily to decreased operation and maintenance expense. Operation and maintenance expense decreased \$10.3 million due to decreased distribution expense, customer accounts expenses, employee welfare and pension expenses, rent expense, and outside services expense. In 1994 GGC acquisition and assimilation costs were approximately \$1.5 million and the cost of an early retirement program was approximately \$1.3 million. The acquisition and assimilation costs as well as the early retirement program were one-time costs associated with the GGC acquisition. The Company also adopted Statement of Financial Accounting Standards No. 106, "Employers' Accounting for Postretirement Benefits Other Than Pensions" in 1994. It has been successful in seeking recovery of SFAS No. 106 expenses in the majority of its service areas in 1994 and 1995 and will continue to seek recovery in its remaining service areas (Note 8). Income taxes increased to \$9.6 million for 1995 from \$8.1 million for 1994. The primary reason for the increase was higher pre-tax profits. The effective tax rate decreased to 33.7% in 1995 from 35.6% in 1994. This was primarily due to the impact of permanent differences on the higher pre-tax profits in 1995. Operating income increased in 1995 by approximately 22% to \$32.4 million from \$26.5 million in 1994.

ATMOS EVERGY CORPORATION

The increase in operating income resulted primarily from decreases in 1995 operating expenses as discussed above. The Company expects to see operating expenses return to a more normal level in 1996.

Net income increased in 1995 by approximately 29% to \$18.9 million from \$14.7 million in the prior year. This increase in net income resulted primarily from an increase in operating income, which was partially offset by a \$1.4 million increase in interest expense. Net income per share increased to \$1.22 for 1995 from \$.97 for 1994.

The Company estimates that the impact of the weather being 10% warmer than normal for 1995 caused net income to be approximately \$4.0 million less than it would have been had the Company experienced normal temperatures in its respective service areas. Weather was approximately 1% warmer than normal for 1994.

Year ended September 30, 1994 compared with year ended September 30, 1993

Operating revenues increased to \$499.8 million in 1994 from \$459.6 million in 1993 due to rate increases implemented in Kansas, Colorado and Louisiana, an increase in the number of customers, changes in cost of gas and increased volumes sold. Average gas sales revenues per Mcf increased from 1993 by \$.12 to \$4.14 in 1994, while the average cost of gas per Mcf sold increased \$.15 to \$2.86 in 1994. The number of meters in service increased to 649,319 at September 30, 1994 compared with 636,159 at September 30, 1993. Although the weather was 2% warmer in 1994 than in 1993, it was only slightly warmer than normal. Sales to residential, commercial and public authority customers decreased approximately .5 Bcf in 1994, but sales to industrial and agricultural customers increased approximately 7 Bcf. Total sales volumes increased 6.7 Bcf to 116.1 Bcf in 1994, as compared with 1993. Revenues from gas transported for others decreased \$.9 million to approximately \$14.1 million in fiscal 1994 due to a decrease in volumes transported of 4.5 Bcf to 35.3 Bcf in 1994.

Gross profit increased by approximately 3% to \$168.2 million in 1994 from \$163.1 million in 1993. The primary factors contributing to the higher gross profit were increased prices and volumes, as discussed above. Operating expenses, excluding income taxes, increased to \$133.7 million in 1994 from \$122.8 million in 1993 due to increased operation expense and depreciation. Operation expense increased \$9.9 million due to increased distribution expense, employee welfare expenses including adoption of SFAS No. 106, GGC acquisition and assimilation costs, and the cost of an early retirement program in the Greeley Gas

Division in the fourth quarter. SFAS No. 106 expenses in excess of pay-as-you-go expenses were approximately \$3.8 million in 1994. The Company has been successful in seeking recovery of SFAS No. 106 expenses in a portion of its service areas and will continue to seek recovery in its remaining service areas (Note 8). GGC acquisition and assimilation costs were approximately \$1.5 million in 1994 compared with approximately \$.5 million in 1993. The cost of the early retirement program was approximately \$1.3 million in 1994. The acquisition and assimilation costs as well as the early retirement program are one-time costs associated with the GGC acquisition. Income taxes decreased to \$8.1 million for 1994 from \$10.1 million for 1993. The primary reasons for the decrease were lower pre-tax profits and a lower effective tax rate. The effective tax rate decreased to 35.6% in 1994 from 36.5% in 1993. This was primarily due to the impact of permanent differences on the lower pre-tax profits in 1994. Operating income decreased in 1994 by approximately 13% to \$26.5 million from \$30.3 million in 1993. The decrease in operating income resulted primarily from increased operating expenses as discussed above.

Net income decreased in 1994 by approximately 16% to \$14.7 million from \$17.5 million in the prior year. This decrease in net income resulted primarily from a decrease in operating income, which was partially offset by a \$1.0 million decrease in interest expense. Net income per share decreased to \$.97 for 1994 from \$1.22 for 1993, reflecting the effects of an increase in average shares outstanding of approximately 6%. One-time acquisition costs, assimilation expenses and an early retirement program in Greeley Gas Company, as well as the effect of adopting SFAS No. 106, reduced earnings per share by approximately \$.22 in 1994.

CAPITAL RESOURCES AND LIQUIDITY

(See "Consolidated Statements of Cash Flows")

CASH FLOWS FROM OPERATING ACTIVITIES

Cash flows from operating activities totaled \$58.5 million for 1995 compared with \$41.2 million for 1994 and \$37.1 million for 1993. In 1995 the Company experienced increases in both net income and in cash provided by changes in assets and liabilities as compared with 1994 and 1993. Depreciation increased in 1995 because of increasing capital expenditures. Gas stored underground decreased in 1995 and 1994 because of substantially lower gas prices during the summers of 1995 and 1994 when the storage reservoir was being refilled. The \$10.9 million increase in deferred charges and other assets in 1993 related to the \$8.4 million increase in deferred credits and other liabilities and recognized funding for the Supplemental Executive Benefits Plan. See "Consolidated Statements of Cash Flows" for other changes in assets and liabilities.

CASH FLOWS FROM INVESTING ACTIVITIES

Net cash used in investing activities totaled \$60.2 million in 1995 compared with \$48.4 million in 1994 and \$42.2 million in 1993. Capital expenditures in fiscal 1995 amounted to \$62.9 million compared with \$50.4 million in 1994 and \$43.1 million in 1993. Currently budgeted capital expenditures for 1996 total \$66.3 million and include major expenditures for mains, services, meters, vehicles and computer software. Such expenditures will be financed from internally generated funds and financing activities, as discussed below.

CASH FLOWS FROM FINANCING ACTIVITIES

Net cash provided by financing activities totaled \$1.2 million for 1995 compared with \$7.7 million for 1994 and \$3.7 million for 1993. Financing activities during these periods included issuance of common stock, dividend payments, borrowings from banks, and issuance and repayments of long-term debt.

Cash dividends and distributions paid. The Company paid \$14.2 million in cash dividends during 1995 compared with \$12.7 million in 1994 and \$10.2 million in 1993. The \$1.5 million increase over 1994 primarily reflects an increase in the Company's quarterly dividend rate and an increase in the number of shares of common stock outstanding in 1995. The Company has increased its historical dividend rate in each of the last seven years.

Short-term financing activities. At September 30, 1995, the Company had committed lines of credit totaling \$90.0 million, all of which was unused, in order to provide for short-term cash requirements. These credit facilities are negotiated at least annually. At September 30, 1995, the Company also had uncommitted

short-term credit lines of \$140.0 million, of which \$106.5 million was unused. During 1995, notes payable decreased \$24.6 million compared with increases of \$22.4 million during 1994 and \$2.6 million in 1993. The decrease in 1995 was primarily due to repayment of short-term debt with the proceeds from the issuance of long-term debt in November 1994. The increase in 1993 was less than the increase in 1994, partly because of funds provided in 1993 from stock issued under the Direct Stock Purchase Plan.

Long-term financing activities. Payments of long-term debt decreased \$5.85 million to \$4.0 million for the year ended September 30, 1995 compared with the year ended September 30, 1994. Payments of long-term debt in 1995 consisted of a \$2.0 million installment on the Company's 9.75% Senior Notes due in 1996 and a \$2.0 million installment on the 11.2% Senior Notes. In November 1994, the Company entered into note purchase agreements totaling \$40.0 million with two insurance companies and issued at par \$20.0 million of unsecured Senior Notes at 8.07% payable in annual installments of \$4.0 million beginning October 31, 2002 through October 31, 2006 with semiannual interest payments and \$20.0 million of unsecured Senior Notes at 8.26% payable in annual installments of \$1.8 million beginning October 31, 2004 through October 31, 2014 with semiannual interest payments. No long-term debt was issued in 1994 or 1993. Payments of long-term debt during fiscal 1994 consisted of a \$3.0 million installment on the Company's 9.75% Senior Notes due in 1996, a \$2.0 million installment on the 11.2% Senior Notes, the balance of \$3.25 million on the 13.75% Series I First Mortgage Bonds and the balance of \$1.6 million on the 13% Series G First Mortgage Bonds. The loan agreements pursuant to which all the Company's Senior Notes have been issued contain covenants by the Company with respect to the maintenance of certain debt-to-equity ratios and cash flows, and restrictions on the payment of dividends. Also see Note 3 of notes to consolidated financial statements.

Issuance of common stock. The Company issued 221,946, 428,264 and 897,089 shares of common stock in 1995, 1994 and 1993, respectively, for its Direct Stock Purchase Plan ("DSPP"), Employee Stock Ownership Plan, Restricted Stock Grant Plan, and Incentive Stock Option Plan. See the Consolidated Statements of Shareholders' Equity for the number of shares issued under each of the plans. The DSPP was implemented in August 1992. In 1993 the DSPP was amended to remove the direct stock purchase feature of the plan and the plan was renamed the Atmos Energy Corporation Dividend Reinvestment and Stock Purchase Plan ("DRSPP"). However, in January 1995 the direct stock purchase feature was reinstated and the name was

changed back to the Direct Stock Purchase Plan. Shares purchased under the DSPP in 1995 were purchased on the open market. No new shares were issued under the DSPP in 1995. In 1994 and 1993, 173,801 and 760,089 shares, respectively, were issued under the DRSPP, generating proceeds of \$3.0 million and \$13.4 million, respectively. At September 30, 1995, 712,596 shares were available for future issuance under the DSPP.

The Company believes that internally generated funds, its short-term credit facilities and access to the debt and equity capital markets will provide necessary working capital and liquidity for capital expenditures and other cash needs for 1996.

SEASONALITY

The Company's natural gas distribution business is seasonal due to weather conditions in the Company's service areas. Gas sales are affected by winter heating season requirements, and sales to agricultural customers (who use natural gas as fuel in the operation of irrigation pumps) during the period from April through September may be affected by rainfall amounts. These factors generally result in higher operating revenues and net income during the period from October through March of each year and lower operating revenues and either net losses or lower net income during the period from April through September of each year.

The table below sets forth, on an unaudited basis, the Company's quarterly operating revenues, quarterly operating revenues as a percentage of annual operating revenues, quarterly net income (loss) and quarterly net income (loss) as a percentage of annual net income for its past two fiscal years.

INFLATION

The Company believes that inflation has caused and will continue to cause increases in certain operating expenses and has required and will continue to require assets to be replaced at higher costs. The Company continually reviews the adequacy of its gas rates in relation to the increasing cost of providing service and the inherent regulatory lag in adjusting those gas rates.

ENVIRONMENTAL MATTERS

From time to time, the Company receives inquiries regarding various environmental matters. The Company believes that its properties and operations substantially comply with and are operated in substantial conformity with all applicable environmental statutes and regulations. There are no administrative or judicial proceedings arising under environmental quality statutes pending or known to be contemplated by governmental agencies which, if adversely determined, would have a material adverse effect on the Company.

		Quarter e	ended		
	December 31	March 31	June 30	September 30	Total
		(In thousands, except	for percentages)		
1995					
Operating revenues	\$117,848 27%	\$157,294 36%	\$84,685 19%	\$75,993 18%	\$435,820 100%
Net income (loss)	\$ 6,476 34%	\$ 13,945 74%	\$ 82 \%	\$ (1,630) (9)%	\$ 18,873 100%
1994				.,	
Operating revenues	\$145,501 29%	\$186,944 37%	\$90,013 18%	\$77,350 16%	\$499,808 100%
Net income (loss)	\$ 7,088 48%	\$ 13,242 90%	\$ (1,224) (8)%	\$ (4,427) (30)%	\$ 14,679 100%

ATMOS ENERGY CURPORATION

QUARTERLY FINANCIAL DATA (UNAUDITED)

Summarized unaudited quarterly financial data are presented below. The sum of net income per share by quarter may not equal the net income per share for the year due to variations in the weighted average shares outstanding used in computing such amounts.

				Quarte	er ended				
	Decen	nber 31,	Mar	h 31, June		30,	Septem	September 30,	
	1994	1993	1995	1994	1995	1994	1995	1994	
				(In thousands, ex-	cept per share dat	a)			
Operating revenues	\$117,848	\$145,501	\$157,294	\$186,944	\$84,685	\$90,013	\$75,993	\$77,350	
Gross profit	43,482	48,421	59,577	59,366	34,069	31,790	29,882	28,660	
Operating income (loss)	9,786	10,302	17,689	16,345	2,987	1,433	1,915	(1,614)	
Net income (loss)	6,476	7,088	13,945	13,242	82	(1,224)	(1,630)	(4,427)	
Net income (loss) per share	.42	.47	.91	.87	.01	(80.)	(.11)	(.29)	

MARKET INFORMATION

The Company's stock trades on the New York Stock Exchange under the trading symbol "ATO". The high and low sale prices and dividends paid per share of the Company's common stock, as adjusted for the 3-for-2 stock split in May 1994, for fiscal 1995 and 1994 are listed below.

		1995				1994	
	High	Low	Dividends paid		High	Low	Dividends paid
Quarter ended:							
December 31	\$18	\$15 %	\$.23		\$21 %	\$16 ¾	\$.22
March 31	18 ½	16 %	.23	•	20	17 ¾	.22
June 30	20 ¼	17 ½	.23		20 ¼	18	.22
September 30	20 %	19	.23		19	16 ¾	.22
			\$.92				\$.88

Prior to its acquisition, GGC made distributions to its shareholders in fiscal 1994 of \$120,000. The "Dividends paid" information above has not been restated for the pooling of interests in December 1993, but reflects historical cash dividends paid per share of Atmos common stock as restated for the 3-for-2 stock split in May 1994.

See Note 3 of notes to consolidated financial statements for restriction on payment of dividends. The number of record holders of the Company's common stock on September 30, 1995 was 23,625.

SELECTED FINANCIAL DATA

The following table sets forth selected financial data with respect to the Company and should be read in conjunction with the consolidated financial statements included herein.

	Year ended September 30,					
	1995	1994	1993	1992	1991	
		(In the	ousands, except per share c	lata)		
Operating revenues	\$435,820	\$499,808	\$459,641	\$403,353	\$399,667	
Net income	\$ 18,873	\$ 14,679	\$ 17,544	\$ 10,998	\$ 9,612	
Net income per share	\$ 1.22	\$.97	\$ 1.22	\$.80	\$.71	
Cash dividends per share	\$.92	\$.88	\$.85	\$.83	\$.80	
Total assets at end of year	\$445,783	\$416,678	\$391,618	\$358,363	\$338,714	
Long-term debt at end of year	\$131,303	\$138,303	\$105,853	\$112,153	\$116,461	
Supplemental net income (1)			\$ 18,132	\$ 10,570	\$ 10,130	
Supplemental net income per share (1)			<u>\$ 1.26</u>	\$.77	\$.75	

⁽¹⁾ Supplemental net income reflects results if GGC had not made an S Corporation election in 1987

ATMOS ENERGY CORPORATION

CONSOLIDATED FIVE-YEAR FINANCIAL AND STATISTICAL SUMMARY

Year ended September 30,

	Tour disast september 50,						
•	1995	1994	1993	1992	1991		
BALANCE SHEET DATA AT SEPTEMBER 30							
(In thousands)	Ф /2 027	¢ 50.255	ф 42 L42	r 40.170	d 27/20		
Capital expenditures	\$ 62,927	\$ 50,355 .	\$ 43,143	\$ 42,169	\$ 37,630		
Net property, plant and equipment	363,252	327,407	299,275	276,924	259,187		
Working capital	(39,119)	(10,936)	(28,524)	(23,548)	(5,740)		
Total assets	445,783	416,678	391,618	358,363	338,714		
Shareholders' equity	158,278	149,556	139,429	117,248	110,958		
Long-term debt, excluding current maturities Total capitalization	131,303 289,581	138,303 287,859	105,853 245,282	112,153 229,401	116,461 227,419		
INCOME STATEMENT DATA							
(In thousands, except per share data)							
Operating revenues	\$435,820	\$499,808	\$459,641	\$403,353	\$399,667		
Gross profit	167,010	168,237	163,109	146,262	137,871		
Net income	18,873	14,679	17,544	10,998	9,612		
Net income per share	1.22	.97	1.22	.80	.71		
COMMON STOCK DATA							
Shares outstanding at end of year (000's)	15,519	15,297	14,869	13,972	13,665		
Average shares outstanding (000's)	15,416	15,195	14,338	13,789	13,486		
Cash dividends per share	\$.92	\$.88	\$.85	\$.83	\$.80		
Market price - high	\$ 20.63	\$ 21.13	\$ 20.63	\$ 15.25	·\$ 14.13		
- low	\$ 15.88	\$ 16.38	\$ 13.50	\$ 12.63	\$ 10.38		
- end of year	\$ 19.38	\$ 17.75	\$ 20.25	\$ 14.88	\$ 14.00		
Book value per share at end of year	\$ 10.20	\$ 9.78	\$ 9.38	\$ 8.39	\$ 8.12		
Shareholders of record	23,625	19,881	18,955	7,856	7,015		
Price/Earnings ratio at end of year	15.89	18.30	16.60	18.59	19.72		
Market/Book ratio at end of year	1.90	1.82	2.16	1.77	1.72		
Annualized dividend yield at end of year	4.7%	5.0%	4.2%	5.6%	5.7%		
VOLUMES AND METERS (MMCF AS METERED)	•						
Gas sales volumes	109,346	116,087	109,405	99,720	101,435		
Gas transportation volumes	<u>30,463</u>	<u>35,308</u>	39,782	32,203	35,201		
Total volumes handled	139,809	151,395	149,187	131,923	136,636		
Meters in service at end of year	658,114	649,319	636,159	630,365	619,111		
Average meters in service	656,259	646,165	635,074	631,130	618,736		
Degree days (Heating)	3,579	3,953	4,046	3,676	3,583		
Percent of normal	90%	99%	102%	92%	90%		
Average gas sales price per Mcf sold	\$ 3.83	\$ 4.14	\$ 4.02	\$ 3.86	\$ 3.74		
Average purchased gas cost per Mcf sold	\$ 2.46	\$ 2.86	\$ 2.71	\$ 2.58	\$ 2.58		
Average transportation fee per Mcf	\$.38	\$.40	\$.38	\$.42	\$.46		
STATISTICS							
Return on average shareholders' equity	12.3%	10.2%	13.7%	9.6%	9.0%		
Number of employees	1,646	1,709	1,756	1,750	1,770		
Net plant per meter	\$ 552	\$ 504	\$ 470	\$ 439	\$ 419		
Operating and maintenance expense							
per meter	\$ 133	\$ 151	\$ 139	\$ 134	\$ 130		
Number of meters per employee	400	380	362	360	350		
Times interest earned before income taxes	3.01	2.84	3.06	- 2.12	2.10		

BOARD OF DIRECTORS

(top row from left to right)

TRAVIS W. BAIN II

President,
Bain Enterprises, Inc.
Plano, Texas
Board member since 1988
Committees: Audit, Nominating

DAN BUSBEE

Attorney and Shareholder, Locke Purnell Rain Harrell (A Professional Corporation) Dallas, Texas Board member since 1988 Committees: Audit (Chairman), Human Resources

DR. THOMAS C. MEREDITH

President, Western Kentucky University Bowling Green, Ky. Board member since 1995

PHILLIP E. NICHOL

Senior Vice President and Branch Manager, PaineWebber Incorporated Cleveland, Ohio Board member since 1985 Committees: Nominating (Chairman), Human Resources

JOHN W. NORRIS, JR.

Chairman of the Board and Chief Executive Officer, Lennox International, Inc. Dallas, Texas Board member since 1987 Committees: Human Resources (Chairman), Executive

JAMES F. PURSER

Executive Vice President and Chief Financial Officer, Atmos Energy Corporation Dallas, Texas Board member since 1995 (bottom row from left to right)

CARL S. QUINN

General Partner,
Quinn Oil Company, Ltd.
Houston, Texas
Board member since 1994
Committees: Human Resources

LEE E. SCHLESSMAN

President,
Dolo Investment Company
Denver, Colo.
Board member since 1994
Committees: Audit, Nominating

ROBERT F. STEPHENS

President and Chief Operating Officer, Atmos Energy Corporation Dallas, Texas Board member since 1995 Committees: Executive

CHARLES K. VAUGHAN

Chairman of the Board, Atmos Energy Corporation Dallas, Texas Board member since 1983 Committees: Executive (Chairman), Human Resources

RICHARD WARE II

President, Amarillo National Bank Amarillo, Texas Board member since 1994 Committees: Audit, Nominating























OFFICERS

ROBERT F. STEPHENS

President and Chief Operating Officer

JAMES F. PURSER

Executive Vice President and Chief Financial Officer

J. CHARLES GOODMAN

Executive Vice President, Corporate Operations

GLEN A. BLANSCET

Vice President, General Counsel and Corporate Secretary

H.F. HARBER

Senior Vice President, Corporate Services

DONALD E. JAMES

Senior Vice President, Public Affairs

MARY S. LOVELL

Senior Vice President, Utility Services

DAVID L. BICKERSTAFF

Vice President and Controller

O. CARL BROWN

Vice President, Financial and Strategic Planning

LEE A. EVERETT

Vice President, Rates and Regulatory Affairs

JACK W. EVERSULL

Vice President, Investor Relations

CLEABURNE H. FRITZ

Vice President, Information Services

DAN L. LINDSEY

Vice President, Technical Services

WYNN D. McGREGOR

Vice President, Human Resources

R. EUGENE MATTINGLY

Vice President, Marketing

TOBY A. PRIOLO

Vice President, Intrastate Gas-Supply

GORDON J. ROY

Vice President, Gas Supply

CARL W. WELLER

Treasurer

COMMON STOCK LISTING

New York Stock Exchange

TRADING SYMBOL

STOCK TRANSFER AGENT AND REGISTRAR

Shareholder inquiries on stock transfers may be directed to the First National Bank of Boston, in care of Boston EquiServe, L.P., Mail Stop 45-02-64, P.O. Box 644, Boston, MA 02102-0644. You may call the Interactive Voice Response System 24 hours a day at 1-800-543-3038, or to speak to a customer service representative, call between 9 a.m. and 6 p.m. EST Monday through Friday.

INDEPENDENT AUDITORS

Ernst and Young LLP 2121 San Jacinto Suite 500 Dallas, Texas 75201 (214) 969-8000

FORM 10-K

The Atmos Energy Corporation Annual Report on Form 10-K is available on request from Investor Relations, Atmos Energy Corporation, P.O. Box 650205, Dallas, Texas 75265-0205, I-800-38-ATMOS (382-8667) 7:30 a.m. - 4:30 p.m. CST.

ANNUAL MEETING

The Annual Meeting of Shareholders will be held at the Westin Hotel, Tabor Center Denver, 1672 Lawrence St., Denver, Colo., at 11 a.m. Mountain Time on Feb. 14, 1996.

DIRECT STOCK PURCHASE PLAN

Atmos Energy Corporation's Direct Stock Purchase Plan features:

- ► Initial investment of \$200, up to \$100.000
- ► Optional cash payments of as little as \$25, up to \$100,000 annually
- ► Purchase Atmos shares and pay no brokerage fees or commissions
- ► 3 percent discount on stock purchased with reinvested dividends
- ▶ No-fee IRA or SEPIRA
- ► Deposit share certificates for safekeeping
- ► Automatic monthly investing

For an Initial Investment Form or Enrollment Authorization Form and Plan Prospectus, please call Atmos Shareholder Relations at 1-800-38-ATMOS (382-8667) 7:30 a.m. - 4:30 p.m. CST; Boston EquiServe, L.P. at 1-800-543-3038, or use the postage-paid card included in this report. The Prospectus is also available on the Internet, at the address listed below.

ATMOS INFORMATION BY PHONE OR INTERNET

Atmos Energy Corporation shareholder information is available by phone seven days a week, 24 hours a day through the Boston EquiServe, L.P. Interactive Voice Response System. To perform stock transfer inquiries, listen to current company information and access daily stock quotes without the assistance of a customer service representative, call 1-800-543-3038, and have your Atmos Energy shareholder account number and Social Security or taxpayer ID number ready.

Atmos financial information also may be obtained free of charge from InvestQuest over the Internet and a fax on demand service. The World Wide Web address on the Internet is http://invest.quest.columbus.oh.us/. For fax on demand, call (614) 844-3860.

ATMOS ENERGY CORPORATION CONTACTS

Shareholder and Direct Stock Purchase Plan Information:

Michele Barnes I-800-38-ATMOS (382-8667), 7:30 a.m. - 4:30 p.m. CST

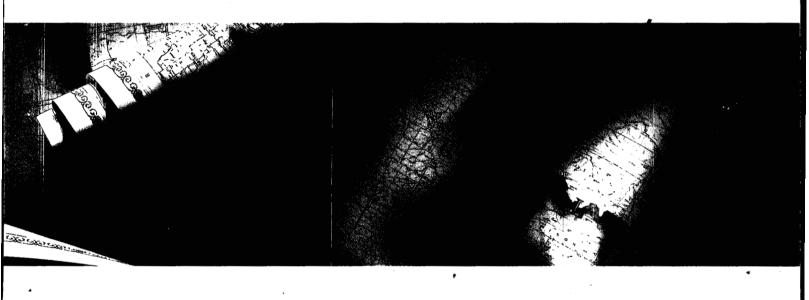
Financial Information for Securities Analysts and Investment Managers: Jack Eversull (214) 788-3729

General Information: Margaret Watson (214) 450-4050





ATMOS ENERGY CORPORATION 1994 ANNUAL REPORT



TOTALE WE ARE NOW One of the primary responsibilities of our annual report is to tell you where we are: where our company operates, what our position is in the marketplace. But a complete report must tell you not just where we have been in the year past, in terms of revenue generated or income earned. It also must effer a map of where we are going: plans to reach a new destination over the coming years, and strategies that will guide us on our way. > In this year's annual report, we provide our readers — investors, analysts, employees, customers and friends of Atmos who are interested in the company — with the map of our business. >

Atmos Energy Corporation
Based in Dallas, Texas,
Atmos Energy Corporation
provides natural gas
service to approximately
650,000 customers
in Texas, Colorado, Kansas,
Missouri, Louisiana
and Kentucky through its
operating companies—Energas
Company, Greeley Gas
Company, Trans Louisiana
Gas Company and Western
Kentucky Gas Company.

FINANCIAL HIGHLIGHTS

	,	1994		1993	1	992
	(Dollar amounts in thousands, except per share data)					
Operating revenues	\$49	99,808	\$45	59,641	\$40	3,353
Gross profit	16	88,237	16	33,109	14	6,262
Net income		14,679		17,544	1	0,998
At end of year						
Assets	4	16,678	39	91,618	35	8,363
Total capitalization	28	37,859	24	45,282	22	29,401
Total gas sales and gas transported for others (MMcf as metered)	1:	51,395	1	49,187	13	31,923
Heating degree days		3,953		4,046		3,676
Percent of normal		99%		102%		92%
Meters in service	64	49,319	6	36,159	63	30,365
Net income per share	\$.97	\$	1.22	\$.80
Atmos dividends declared per share	\$.88	\$.85	\$.83
Book value per share at end of year	\$	9.78	\$	9.38	\$	8.39
Return on average common shareholders' equity		10.2%		13.7%		9.6%
Shareholders' equity as a percentage of total capitalization at end of year		52%		57%		51%

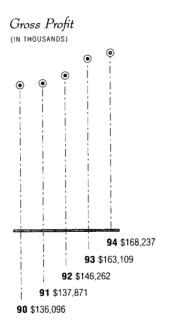
HEADQUARTERS •
DALLAS,
TEXAS

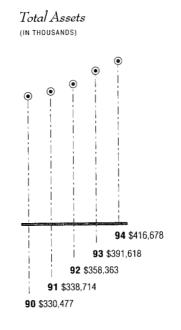
MILES OF PIPE •
21,297

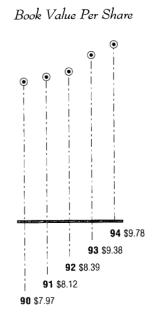
NUMBER OF
EMPLOYEES •
1,709

SIZE OF SERVICE
AREA • 50,650
SQUARE MILES

POPULATION
IN SERVICE
AREA •
2.1 MILLION
CUSTOMERS
SERVED •
649,319







Year ended September 30,

DEAR FELLOW SHAREHOLDERS:

We completed an eventful year.

Not only was significant progress made toward our long-term goal of building a premier natural gas utility, but we set a number of records. Some of the year's accomplishments:

- > Record throughput of 151.4 Bcf.
- > Record number of 649,319 customers served.
- > A 2.2 Bcf, or 9.2 percent, increase in industrial throughput in the company's Kentucky interstatesupplied system, in a competitive post-FERC Order 636 environment.
- > Three rate cases approved, totaling \$6.4 million in annual revenues, of which \$2.8 million was included in 1994 revenues.
- > Completion of the acquisition of Greeley Gas Company in December 1993.
- > Three-for-two stock split in May 1994.
- > A 4.5 percent annual increase in the dividend approved by the Board of Directors on Nov. 9, 1994, the company's seventh consecutive annual dividend increase.
- > 81 percent participation in the Dividend Reinvestment and Stock Purchase Plan by shareholders of record.

In terms of our long-term strategy for growth and geographic diversity, we are on track. The acquisition of Greeley Gas Company increased our customer base by approximately 20 percent. The new areas served include suburban Kansas City and fast-growing resort areas of Colorado.

We have met our goal of substantially completing the assimilation of Greeley Gas into Atmos within one year. We implemented a new streamlined structure and leaner staffing levels in Greeley Gas which we believe will meet the company's needs now and into the future, while continuing the company's excellent level of customer service. We found opportunities to introduce some economies of scale and

Retail Store Owner
Scott Phister, Crested
Butte, Colo. Marketing efforts at Greeley
Gas Company have
been refocused on gain
ing new customers
rather than appliance
merchandising.

increase efficiency. As a part of Atmos, Greeley Gas has increased access to capital for plant investment, and will benefit from Atmos' expertise in areas such as gas supply, marketing and safety and training. As expected, acquisition costs and expenses for assimilating Greeley's operations affected the company's results for the year.

Atmos has kept its debt to equity ratio at about 48 percent. The company recently completed a \$40 million long-term financing with private placements at two insurance companies. The funds were used to pay down short-term debt.

Despite Atmos' many important achievements, the company's stock performance was affected by concerns about rising interest rates, although less than many other gas utilities.

Earnings for 1994 were down from the previous record year. One-time acquisition costs, assimilation expenses and an early retirement program in Greeley Gas Company, as well as accrual accounting related to implementing SFAS 106 for post-retirement medical benefits, reduced earnings per share by about \$.22 per share. The company earned \$14.7 million for the year ended Sept. 30, 1994, or \$.97 per share, on operating revenues of \$499.8 million. The average number of shares outstanding increased by 6 percent. In 1993, the company had earnings of \$17.5 million, or \$1.22 per share, on operating revenues of \$459.6 million. The prior period results have been restated to account for the acquisition of Greeley Gas Company as a pooling of interests, and for a three-for-two stock split completed in May 1994.



Greeley Gas Company, acquired in December 1993, added nearly 20 percent to Atmos' customer base. Greeley Gas serves the Colorado resort areas of Durango, Steamboat Springs and Crested Butte, which have year-round recreational activities and growth rates of 8-10 percent annually. The suburban Kansas City area also has significant growth potential.



M P

BONNER SPRINGS.

MILES OF PIPE .

NUMBER OF

SIZE OF SERVICE AREA -

1.650

228 000

EMPLOYEES o

SQUARE MILES

POPULATION IN

SERVICE AREA .

G R

ACTUAL DEGREE DAYS, 1994 > 5.883 NORMAL DEGREE DAYS > 6.234

REGULATORY
AGENCIES >
COLORADO
PUBLIC UTILITIES
COMMISSION.

COLURADO
PUBLIC UTILITIES
COMMISSION.
KANSAS
CORPORATION
COMMISSION.

COMMISSION. MISSOURI PUBLIC SERVICL COMMISSION

PRESIDENT • GARY L. SCHLESSMAN The weather was just slightly warmer than normal overall in the past year, and about 2 percent warmer than in 1993, reducing heating sales. Our geographic diversity proved to be a strength as the 1994 winter weather was 9 percent colder than normal in Louisiana, and about normal in West Texas, Kansas, Missouri and Kentucky. The weather averaged about 7 percent warmer than normal in Colorado.

Volumes of natural gas sold to farmers for fueling irrigation pumps increased 14 percent compared with 1993 sales due to drier weather. This unique market provides spring



and summer revenues when heating sales are low. The company has a large irrigation market in West Texas, and also serves farmers in western Kansas and eastern Colorado.

Rate increases in Colorado, Kansas and Louisiana added revenues of \$6.4 million in annual revenues, of which \$2.8 million was reflected in 1994. In November 1994, the company implemented an annual revenue increase of \$1.5 million affecting 90 percent of about 216,500 customers in a portion of its West Texas service area, in time for the winter heating season.

During 1994, the company successfully completed the restructuring of its interstate natural gas supply in Kentucky, Colorado and Kansas to meet the demands of Federal Energy Regulatory Commission (FERC) Order 636. FERC Order 636 deregulated interstate natural gas pipelines and required companies to take on new responsibilities for their own gas supply. In Kentucky, the company experienced record peak demand during a period of extremely cold weather – the company's supply arrangements met the test with flying colors. About 70 percent of the Greeley Gas service area is supplied by intrastate sources which were not affected by Order 636. The company's Texas and Louisiana service areas are supplied almost exclusively from intrastate sources.

Although FERC Order 636 increases competition for large industrial customers, we are experienced in handling competition. The company is maintaining its edge in the industrial market by working with state regulators to meet market demand, and using its flexibility, commitment to customer service and energy expertise to attract new customers.

BOARD OF DIRECTORS

Two new directors were elected to serve on the Board in February 1994: Carl S. Quinn, chairman of the board, president and chief executive officer of Interstate Natural Gas Company, Houston, Texas, and Richard Ware II, president, Amarillo National Bank, Amarillo, Texas. Additionally, Lee E. Schlessman, former chairman of

Where We Are Now: Measures of Performance

Stock Price at Year-end: \$17.75

Quarterly Dividend, as of 11/9/94: \$.23

1994 Atmos Total Return: -8.4%*

Atmos Five-Year Average Total Return: 15.5%*

S&P 500 Average 5-Year Return: 9.1%

Atmos 10-Year Average Total Return: 18.2%*

Shareholder's Equity/Total Capitalization: 52%

Annual Rate Increases Granted in 1994: \$6.4 million

% of Company Owned by Employees and Board: 24%

% of Employee Shareholders: 98%

 Includes reinvestment of dividends, excludes effect of taxes. Greeley Gas Company, of Denver, Colo., was appointed to the board in February 1994.

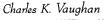
We note with sadness the death of Paul Bell, and remember his accomplishments since he joined the Board in 1989.

WHERE WE ARE NEADED

Looking ahead to 1995, we expect to see an additional financial contribution from Greeley Gas Company. The rate increases granted in 1994 and the West Texas increase granted in November 1994 will add to revenues. We continue to seek acquisitions that will add value over the long term, primarily in natural gas distribution. Our attention to financial management is unwavering.

The rest of this report is devoted to how we expect to add to our customer base and our bottom line.

Our basic values and goals remain constant as we head into the future: continuing our record of rewarding our shareholders through market value and dividend growth; attention to expense management and timely rate requests; commitment to quality and integrity in our operations for our employees and customers. We manage the business for the long term, and we expect to be successful.







Ronald L. Fancher

Charles K. Vangles

Charles K. Vaughan Chairman of the Board Ronald L. Fancher

President and Chief Executive Officer

November 9, 1994

Charles Vaughan elected to take early retirement October 1, 1994, although he remains chairman of the Board of Directors. Ronald L. Fancher, who has served as president since March 1993, became chief executive officer in June 1994, and was appointed to the Board of Directors in November 1994. The company has an ongoing management succession plan to ensure a smooth transition occurs with management changes.

WHERE WE ARE NOW...AND WHERE WE'RE HEADED

where we are... Atmos made significant progress during 1994 on its long-term goals of increasing customers, revenues and the long-term value of the company. Industrial throughput in the company's Kentucky interstate-supplied system increased by 9.2 percent. Irrigation sales volumes increased 14 percent. We gained 13,160 customers through internal growth. With the acquisition of Greeley Gas, Atmos became the country's 24th largest natural gas distribution company. Atmos was included in the



new Standard & Poor's SmallCap 600 stock index. The assimilation of Greeley Gas into Atmos was virtually completed. New rates were implemented in three states, and a rate increase was implemented in November 1994.

BUSINESS ENVIRONMENT

The business environment in which we operate contains both opportunities and challenges.

The weather is the single most important force affecting our results in any given year. When the winter weather is warmer than normal, heating sales are reduced.

from conversions from other fuels. Industrial throughput increased in 1994, and an off-system plant became one of the company's largest customers in Louisiana. A 1,352-customer system in Lafourche Parish was acquired in May.



HEADQUARTERS • LAFAYETTE, LA.

DISTRICT OFFICES •

LAFAYETTE

NATCHITOCHES

NATURITUGHES

PINEVILLE

MILES OF PIPE .

1,815

NUMBER OF

EMPLOYEES •

166

SIZE OF

SERVICE AREA .

7.000

SQUARE MILES

POPULATION IN

SERVICE AREA • 250 000



CUSTOMERS SERVED •70,361

COMMUNITIES

SERVED •36

ACTUAL

DEGREE DAYS, 1994 • 1,922

NORMAL DEGREE

DAYS •1,760

REGULATORY AGENCY •

LOUISIANA PUBLIC

SERVICE COMMISSION

PRESIDENT •

J. CHARLES

The amount of rainfall affects the company's sales of natural gas for irrigation pumps to farmers in West Texas and parts of Colorado and Kansas during the spring and summer months. Irrigation sales fill in the valley in natural gas demand in the summer, when heating sales are low.

Other outside forces impact how we operate our business and our ability to prosper. We face competition from other energy sources for customers, as well as other natural gas suppliers. Regulatory agencies set our rates and influence operating practices. Local economic conditions can positively or adversely affect internal growth potential. In our favor, environmental concerns and legislation have made natural gas a preferred fuel. Technological advances have improved our operating tools. New gas appliances are more energy efficient. New markets are emerging for natural gas, such as vehicles.

CORPORATE DEVELOPMENT FOR GEOGRAPHIC DIVERSITY

Where we are now has literally been driven by the company's corporate development strategy of expanding geographically. In the face of limited growth potential in the company's original West Texas service area, the company developed an external growth strategy to acquire additional service areas. The idea is to diversify the company's risk exposure to weather patterns, regulatory climates and economic conditions.

The company has expanded into Louisiana, Kentucky and, with the 1993 acquisition of Greeley Gas Company, into Colorado, Kansas and Missouri. Atmos

Chef Fred Carmouche,
Charley G's Seafood
Grill, Lafayette, La. Cheft
prefer the infinite
control of natural gas,
and owners favor its
efficiency and the availability of labor-saving
equipment.

continues to seek utility properties nationwide with a focus on natural gas.

The company's strategy also includes making acquisitions of natural gas distribution systems adjacent to existing service areas, and pursuing agreements to operate municipal systems near our service areas. In May 1994, for example, the company completed the acquisition of a 1,352-customer system in Lafourche Parish, Louisiana.

INTERNAL GROWTH OPPORTUNITIES

For the last five years, Atmos' annual customer growth rate was over 4 percent, including internal growth and acquisitions. For the 10-year period, the annual growth rate was over 8 percent, from internal customer additions and acquisitions.

Our internal customer growth comes from construction of new homes and businesses, as well as conversions from other energy sources, such as electricity, propane, butane, coal and fuel oil. The company offers financing for customers who replace selected competing fuel appliances with natural gas appliances, and repayment through the customer gas bill is a popular option.

All of our employees are encouraged to be a part of the effort to identify potential customers. Employees look for residential customers, and even whole neighborhoods, not currently using gas, and make presentations on the benefits of natural gas.

Our consumer service specialists target homebuilders, contractors and commercial customers, such as restaurants and retail stores.

We see good economic conditions throughout our service areas to support internal



The Energas Company service area has seen a resurgence in homebuilding in Lubbock, Midland/Odessa and Amarillo. Large volume customers added include several facilities converted from other fuels. The company operates a network of three public retail fueling facilities for natural gas vehicles, as well as providing service for natural gas school bus fleets in Pampa and Amarillo, and numerous private fleets.



HEADQUARTERS • LUBBOCK, TEXAS

DISTRICT OFFICES •

AMARILLO

BIG SPRINGS

HEREFORD

LITTLEFIELD

CITTLL

LUBBOCK

MIDLAND ODESSA

PAMPA

I AIVIT A

PLAINVIEW

MILES OF PIPE • 13,007

10,001

NUMBER OF EMPLOYEES •

635

SIZE OF

SERVICE AREA • 30,000

SQUARE MILES



POPULATION IN SERVICE

AREA • 950.000

CUSTOMERS SERVED • 309,496

COMMUNITIES

SERVED • 92

DEGREE DAYS, 1994 • 3,561

NORMAL DEGREE DAYS • 3,528

REGULATORY

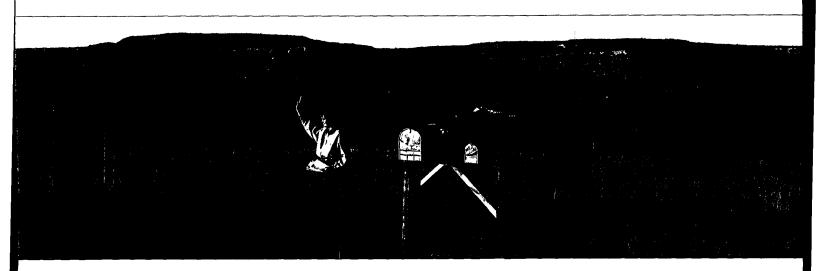
AGENCIES • MUNIC PALITIES SERVED,

FAILROAD(COMMISSION

ØF TEXAS

PRESIDENT •

customer growth. Kentucky continues to attract new industry as well as plant expansions. The resort areas of Colorado and the suburban Kansas City area served by the company also are experiencing strong growth. Homebuilding in West Texas has been on the upswing, especially in Lubbock, Midland/Odessa and Amarillo. Lafayette, La., is promoting itself as an international port, and the Natchitoches area has attracted important new industrial facilities, such as an air conditioning manufacturer that will employ 500 people.



Atmos sees opportunity to gain new industrial customers, both in our service area and off-system. The competition is keen among natural gas suppliers for industrial customers. Atmos offers significant expertise, flexibility in providing gas supplies and an emphasis on customer service which have proven effective in gaining and retaining large volume customers. For example, Atmos is implementing automated meter reading for 40 of its largest customers in Kentucky. The computerized measurement allows customers to monitor their own usage at will, and avoid penalties

for using more gas than they contracted for.

The company pursues contracts with large volume gas customers located outside its existing service territory. For example, an off-system plywood manufacturing plant served by the company has become one of our largest customers in Louisiana.

NEW MARKETS AND OPPORTUNITIES

Natural gas has been called the fuel of the future because it helps protect the environment and is economical to use. Federal clean air legislation and some state legislation promote the use of clean-burning natural gas to help reduce air pollution.

Many new markets for natural gas are opening today, and new technologies are helping to make natural gas even easier to use.

NATURAL GAS VEHICLES. One of the most promising uses for natural gas in the future is as a vehicle fuel. The company currently operates three public natural gas fueling facilities in West Texas, and one in Lafayette, La., which primarily serve fleet vehicles. Natural gas is clean-burning in vehicles and reduces engine maintenance, which helps make the cost of conversion economical.

The company also provides natural gas for several private fueling facilities, such as the Pantex facility in Amarillo, Texas, and the Amarillo Independent School District, serving 65 school buses. West Texas A&M University in Canyon also is developing a private fueling facility which will be supplied by the company. Atmos is working with partners to develop a public fueling facility in Greeley, Colo., and one in Owensboro, Ky.

Farmer Earl Smith,
Pampa, Texas. Irrigation
sales to farmers who
use natural gas to fuel
irrigation pumps increased 14 percent in
1994. This market
provides spring and
summer revenues.

which became commercially available in August 1994. The York Triathlon natural gas heat pump provides both cooling and heating, and offers many advantages over electric heat pumps and most heating and cooling systems: lower operating costs, superior heating capacity in winter and uniform temperature distribution. Atmos has tested the heat pump in several homes in Lubbock, Texas, and in Owensboro, Ky., and will install the heat pump in one of its business offices in Texas.

cogeneration. Cogeneration is gaining more interest, using natural gas as a "two for one" energy source. With cogeneration, a natural gas turbine or engine fuels a generator which produces electricity. At the same time, exhaust heat which would normally be lost is recovered and used to produce steam or hot water.

In many cases, the overall cost of generating electricity and recovering heat is less than that of purchasing electricity and producing process steam or hot water for an industrial process separately on-site. Atmos serves a cogeneration facility and is working with industrial customers in its service areas to study the feasibility of cogeneration applications.

do not use CFCs (chlorofluorocarbons), are gaining in popularity. In addition to the economy and convenience of natural gas, heightened awareness of the environment has increased interest by industrial customers in the benefits of natural gas in the control of harmful emissions.



it even easier to install natural gas in homes. The bright yellow plastic-coated pipe can be installed through walls and around obstructions as easily as electric wiring. Though flexible piping costs more than traditional pipe, the labor savings make up for the extra expense. Atmos has installed flexible piping in several of its own offices. The city building code in Lubbock, Texas, recently approved the use of flexible pipe. The piping will likely be advantageous in retrofitting existing homes.



MANAGING OUR RUSINESS

Managing costs and expenses is part of our formula for success in gaining new markets and customers. Being an efficient operator is critical in meeting and beating the competition on price. Regulators are more demanding than ever in justifying rate increases. Atmos continues to be among the most efficient operators and lowest cost providers in the industry. In 1994, each Atmos employee served an average of 380 customers, compared with an industry average of approximately 367. Our operating

Western Kentucky Gas serves a large industrial market, including aluminum manufacturing, chemicals, plastics, rubber and food processing. The company experienced a 9.2 percent increase in industrial throughput in 1994 because of new customers and plant expansions. Homebuilding continues to be strong as well in Owensboro, Paducah, Bowling Green and Danville.



HEADQUARTERS • OWENSBORO, KY.

DISTRICT OFFICES C BOWLING GREEN DANVILLE MADISONVILLE

OWENSBORO PADUCAH

MILES OF PIPE c 3,425

NUMBER OF EMPLOYEES < 387

SIZE OF SERVICE AREA ^ 12,000 SQUARE MILES



POPULATION IN SERVICE AREA • 680,000

CUSTOMERS SERVED •164,828

COMMUNITIES

SERVED • 163
ACTUAL

DEGREE DAYS, 1994 • 4,342

NORMAL DEGREE DAYS • 4.376

REGULATORY
AGENCY •
KENTUCKY
PUBLIC SERVICE

COMMISSION

PRESIDENT •

R. EARL FISCHER

and maintenance expense per meter in 1994 was \$151-the industry average was approximately \$216 per meter. The company expects to show improvements in 1995, with the completion of the Greeley Gas assimilation.

The company works hard to manage its business by looking for better work methods and new technologies that can reduce costs or improve service. An example is a new directional boring unit that the company is using in Louisiana. This new technology allows pipe to be snaked around trees and shrubs without disturbing the surface.

Atmos has increased its capital budget for the past five years, with an annual growth in capital expenditures of about 18 percent per year. The 1995 capital budget is \$56 million. More than half of the capital budget is financed internally.

About 98 percent of Atmos employees are shareholders—they understand that their efforts determine the profitability of the company. Their dedication allows Atmos to remain an industry leader.

SPECIAL REPORT: GREELEY GAS COMPANY

WITAL STATISTICS. Greeley Gas Company, acquired by Atmos in December 1993, serves approximately 105,000 customers in 122 communities. About three-quarters of these are in Colorado, with the remainder in Kansas and a small area of Missouri. The service area is diverse, ranging from mountain ski resorts to the plains. With a population of 65,000, Greeley, Colo., is the largest city in the service area. The company headquarters are in Denver. The company gathers and transports natural gas in

Industrial customer, Ohi
Valley Aluminum Co.,
Shelbyville, Ky. Atmos is
structured to compete
in the industrial market
offering flexible and
innovative approaches
to serve the needs
of large volume users.

southwestern Kansas and southeastern Colorado for use by irrigation customers.

growth and increased natural gas demand. We expect the growth to continue as more people migrate to the Rocky Mountain states from California and other states.

The ski and resort areas of Crested Butte, Steamboat Springs and Durango are seeing growth rates of 8 to 10 percent per year. The central Colorado area is the site of major federal and state prisons. Greeley Gas also serves a suburban Kansas City area along the Kansas State Highway 10 corridor, which offers some of the best potential growth for residential, commercial and light industry in Kansas.

Colorado residents are very concerned about maintaining a pristine environment, and we are seeing increased demand for natural gas logs in fireplaces to combat air pollution. The company expects to expand its natural gas vehicle program to Greeley's service area as well, which will help reduce air pollution from auto emissions.

RATE INCREASES. In December 1993, Greeley Gas Company was granted a \$2.1 million annual increase in its Kansas service area. A \$3.2 million annual increase was implemented in May 1994 in Colorado.

ASSIMILATION. The assimilation of Greeley Gas Company's operations into Atmos has largely been completed. The staffing and organizational structure of Greeley Gas Company have been streamlined to enhance efficiency and to support its strategies for growth. Greeley Gas' operations have been consolidated from seven districts



into three. Staffing has decreased from 357 employees when the merger agreement was reached in March 1993 to about 280 employees at the completion of the restructuring. A total of 38 employees accepted early retirement in September 1994. The company also has transferred many administrative functions to the Atmos headquarters in Dallas to gain economies of scale, and to allow field employees to focus on customer service and system operations.

Marketing efforts at Greeley Gas had been centered on appliance merchandising, but have been redirected to increasing sales of natural gas to residential, commercial and large volume customers. We believe the new marketing direction will enhance the robust growth rate in many areas.

ADDING VALUE. Atmos believes that Greeley Gas Company will add to its long-term value. The service area has significant growth potential, and Greeley Gas Company has sound operations which can provide substantial revenues to the company.

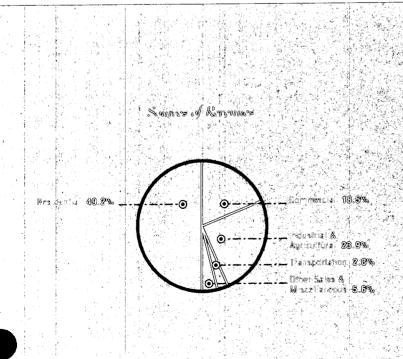
FINANCIAL REVIEW

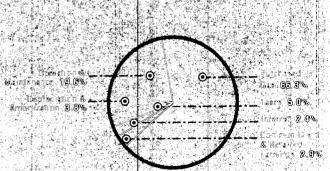
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CONSOLIDATED BALANCE SHEETS

	Sept	ember 30,
	1994	cept per share data)
ASSETS	(In thousands, ex	cept per snare aata)
Property, plant and equipment		
Utility plant	\$537,834	\$496,153
Construction in progress	5,858	5,359
	543,692	501,512
Less accumulated depreciation and amortization	216,285	202,237
Net property, plant and equipment	327,407	299,275
Current assets	,,,,,,,	,
Cash and cash equivalents	2,766	2,286
Accounts receivable, less allowance for doubtful accounts	,	-,
of \$787 in 1994 and \$963 in 1993	29,678	29,200
Inventories	5,888	6,064
Gas stored underground	12,657	17,603
Prepayments	2,309	4,240
Total current assets	53,298	59,393
Deferred charges and other assets	35,973	32,950
	\$416,678	\$391,618
		
CAPITALIZATION AND LIABILITIES		
Shareholders' equity		
Common stock, no par value (stated at \$.005 per share);		
authorized 50,000,000 shares; issued and outstanding		•
1994 - 15,297,166 shares, 1993 - 14,868,902 shares	\$ 77	\$ 74
Additional paid-in capital	102,456	94,279
Retained earnings	47,023	45,076
Total shareholders' equity	149,556	139,429
Long-term debt	138,303	105,853
Total capitalization	287,859	245,282
Current liabilities		•
Current maturities of long-term debt	4,000	6,300
Notes payable to banks	18,100	35,700
Accounts payable	21,975	27,803
Taxes payable	4,864	3,797
Customers' deposits	8,257	7,862
Other current liabilities	7,038	6,455
Total current liabilities	64,234	87,917
Deferred income taxes	30,184	32,614
Deferred credits and other liabilities	34,401	25,805
	<u>\$416,678</u>	\$391,618

See accompanying notes to consolidated financial statements.

	Year ended September 30,			
	1994	1993	1992	
	(In	thousands, except per sha	re data)	
Operating revenues	\$499,808	\$459,641	\$403,353	
Purchased gas cost	331,571	296,532	257,091	
Gross profit	168,237	163,109	146,262	
Operating expenses	:			
Operation	92,132	82,185	78,642	
Maintenance	5,888	6,335	5,695	
Depreciation and amortization	18,841	17,433	17,205	
Taxes, other than income	16,808	16,806	16,398	
Income taxes	8,102	10,073	4,753	
Total operating expenses	141,771	132,832	122,693	
Operating income	26,466	30,277	23,569	
Other income (expense)				
Interest income	168	327	376	
Other, net	335	239	876	
Total other income	503	566	1,252	
Interest charges	12,290	13,299	13,823	
Net income	<u>\$ 14,679</u>	<u>\$ 17,544</u>	<u>\$ 10,998</u>	
Net income per share	\$.97	\$ 1.22	\$.80	
Atmos dividends declared per share (Note 2)	\$.88	\$.85	\$.83	
Average shares outstanding	15,195	14,338	13,789	

See accompanying notes to consolidated financial statements.

consolidated statements of smareholders, ednita

	Common stock		Additional	
	Number of shares	Stated value	paid-in capitał	Retained earnings
			, except share data)	
Balance at September 30, 1991, as adjusted for				
the 3-for-2 stock split	10,170,938	\$ 51	\$ 73,392	\$16,867
Adjustment for pooling of interests with GGC (Note 2)	3,493,995	17	941	19,690
Balance, September 30, 1991, as restated	13,664,933	. 68	74,333	36,557
Net income	-	-	-	10,998
Cash dividends (\$.83 per share)	- -	-	-	(8,516)
GGC distributions	-	-	-	(402)
Common stock issued			•	
Stock option plan	6,750	, <u> </u>	71	-
Direct stock purchase plan	132,249	1	1,849	-
Employee stock ownership plan	167,881	1	2,288	_
Balance, September 30, 1992	13,971,813	70	78,541	38,637
Net income	·	-	·	17,544
Cash dividends (\$.85 per share)	-	-	-	(9,262)
GGC distributions		-	-	(893)
Common stock issued	•			
Stock option plan	6,000	-	60	-
Direct stock purchase plan	760,089	3	13,401	-
Employee stock ownership plan	. 131,000	. 1	2,277	
Less: GGC net income for the quarter ended			,	•
December 31, 1992 (Note 2)		-	• •-	(950)
Balance, September 30, 1993	14,868,902	74	94,279	45,076
Net income	-		-	14,679
Cash dividends (\$.88 per share)	-	-	-	(12,612)
GGC distributions	-	, -	-	(120)
Common stock issued	. •			. ,
Restricted stock grant plan	105,000	1	2,134	_
Direct stock purchase plan	173,801	1	3,037	-
Employee stock ownership plan	149,463	1	2,713	-
Other			293	-
Balance, September 30, 1994	15,297,166	\$ 77	\$102,456	\$47,023

See accompanying notes to consolidated financial etatements

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year ended September 30,		
	1994	1993 (In thousands)	1992
CASH FLOWS FROM OPERATING ACTIVITIES		(In thousands)	
Net income	\$14,679	\$16,594	\$10,998
Adjustments to reconcile net income to net cash provided			
by operating activities			
Depreciation and amortization			
Charged to depreciation and amortization	18,841	16,480	17,205
Charged to other accounts	1,476	3,377	4,598
Deferred income taxes	244	2,733	349
Other	2,101	622	281
	37,341	39,806	33,431
Change in assets and liabilities			
(Increase) decrease in accounts receivable	(478)	1,564	(2,202)
(Increase) decrease in inventories	176	708	(84)
(Increase) decrease in gas stored underground	4,946	(6,176)	(14)
(Increase) decrease in prepayments	1,931	1,873	(287)
(Increase) decrease in deferred charges and other assets	(3,824)	(10,908)	586
Increase (decrease) in accounts payable	(7,128)	(58)	1,196
Increase (decrease) in taxes payable	(1,314)	195	930
Increase (decrease) in customers' deposits	395	(61)	322
Increase in other current liabilities	583	1,804	803
Increase (decrease) in deferred credits and other liabilities	8,596	8,398	(3,269)
Net cash provided by operating activities	41,224	37,145	· 31,412
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditures	(50,355)	(43,143)	(42,169)
Retirements of property, plant and equipment	1,906	935	2,629
Net cash used in investing activities	(48,449)	(42,208)	(39,540)
CASH FLOWS FROM FINANCING ACTIVITIES			
Net increase in notes payable	22,400	2,563	18,636
Proceeds from issuance of long-term debt	-	·-	10,000
Cash dividends and distributions paid	(12,732)	(10,155)	(8,918)
Repayment of long-term debt	(9,850)	(4,500)	(15,608)
Issuance of common stock	7,887	15,742	4,210
Net cash provided by financing activities	7,705	3,650	8,320
Net increase (decrease) in cash and cash equivalents	480	(1,413)	192
Cash and cash equivalents at beginning of year	2,286	3,699	3,507
Cash and cash equivalents at end of year	<u>\$ 2,766</u>	\$.2,286	\$ 3,699

See accompanying notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Description of business - Atmos Energy Corporation and its subsidiaries ("Atmos" or the "Company") are in the business of distributing natural gas to residential, commercial, industrial and agricultural customers within service areas located in Texas, Louisiana, Kentucky, Colorado, Kansas and a small portion of Missouri. Such business is subject to federal and state regulation and/or regulation by local authorities in each of the six states in which the Company operates. The Company has no other material business segments.

Principles of consolidation - The accompanying consolidated financial statements include the accounts of Atmos Energy Corporation and its subsidiaries. Each subsidiary is whollyowned and all material intercompany items have been eliminated.

Revenue recognition - Sales of natural gas are billed on a monthly cycle basis; however, the billing cycle periods for certain classes of customers do not necessarily coincide with accounting periods used for financial reporting purposes. The Company follows the revenue accrual method of accounting for natural gas revenues whereby revenues applicable to gas delivered to customers but not yet billed under the cycle billing method are estimated and accrued and the related costs are charged to expense. Estimated losses due to credit risk are reserved at the time revenue is recognized.

Property, plant and equipment - Property, plant and equipment is stated at original cost net of contributions in aid of construction. The cost of additions includes an allowance for funds used during construction and applicable overhead charges. Major renewals and betterments are capitalized, while the costs of maintenance and repairs are charged to expense as incurred. Property, plant and equipment is depreciated at various rates on a straight-line basis over the estimated useful lives of the assets. In the first guarter of fiscal 1993, the Company changed the estimated average useful lives used to compute depreciation for certain utility plant assets. These changes resulted from revised estimates of the projected economic life of the affected assets based on recent orders received from regulatory bodies having jurisdiction over the Company and independently performed depreciation service life studies. The effect of this change on net income for the year ended September 30, 1993 was an increase of \$1,104,000. The composite rates were 3.5% and 3.7% for the years ended September 30, 1994 and 1993, respectively. At the time property, plant and equipment is retired, the cost, plus removal expenses and less salvage, is charged to accumulated depreciation.

Inventories - Inventories consist of materials and supplies and merchandise held for resale. Inventories are stated at the lower of average cost or market.

Gas stored underground - Net additions of inventory gas to underground storage and withdrawals of inventory gas from storage are priced using the average cost method. Non-current gas in storage is classified as property, plant and equipment and is priced at cost.

Income taxes - The Company provides deferred income taxes for significant temporary differences in the recognition of revenues and expenses for tax and financial reporting purposes.

Cash and cash equivalents - The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Deferred charges and other assets - Deferred charges and other assets at September 30, 1994 and 1993 include assets of the Company's qualified defined benefit retirement plans in excess of the plans' obligations in the amounts of \$12,275,000 and \$13,289,000, respectively, and Company assets related to the nonqualified retirement plans at September 30, 1994 and 1993 of \$15,735,000 and \$12,758,000, respectively. At September 30, 1994, a payable of \$1,300,000 was recorded for expenses related to an early retirement program under Greeley Gas Company's qualified defined benefit retirement plan.

Deferred credits and other liabilities - Deferred credits and other liabilities include customer advances for construction of \$8,428,000 and \$7,769,000 at September 30, 1994 and 1993, respectively; obligations under capital leases of \$6,294,000 and \$6,389,000 at September 30, 1994 and 1993, respectively; and obligations under the Company's nonqualified retirement plans of \$11,151,000 and \$8,317,000 at September 30, 1994 and 1993, respectively.

Earnings per share - The calculation of primary earnings per share is based on reported net income divided by weighted average common shares outstanding. The Company does not have other classes of stock or dilutive common stock equivalents. See Note 2 for a discussion of supplemental net income per share.

2. GREELEY GAS COMPANY ACQUISITION

On December 22, 1993, Atmos acquired by means of a merger all of the assets and liabilities of Greeley Gas Company ("GGC") in accordance with the terms and provisions of an Agreement and Plan of Reorganization dated July 2, 1993. GGC is a natural gas utility engaged in the distribution and sale of natural gas to residential, commercial, industrial, agricultural and other customers throughout Colorado, Kansas and a small portion of Missouri. All of the shares of GGC's common stock were exchanged for a total of 3.493.995 shares of Atmos common stock as adjusted for a 3-for-2 stock split (2,329,330 shares on a pre-split basis). See Note 5 for information regarding the stock split in May 1994. This merger transaction was accounted for as a pooling of interests; therefore, all historical financial statements and notes thereto have been restated. Subsequent to the merger, the business of GGC has been operated through the Company's Greeley Gas Company division (the "Greeley Gas Division").

GGC prepared its financial statements on a December 31 fiscal year end. GGC's fiscal year has been changed to September 30 to conform to the Company's year end. The restated September 30, 1993 balance sheet, as presented, is the combined balance sheets of Atmos and GGC as of September 30, 1993. The restated consolidated statements of income and cash flows for the year ended September 30, 1992 include Atmos operations for the year then ended and GGC operations for the year ended December 31, 1992. The restated consolidated statement of income for the year ended September 30, 1993 includes Atmos and GGC operations for the twelve months then ended. As a result, GGC's operations for the three months ended December 31, 1992 (operating revenue of \$18,322,842 and net income of \$950,185) are included in both the 1993 and 1992 restated statements of income, the GGC net income for this period has been deducted in calculating the shareholders' equity balances at September 30, 1993 and cash flows for the year then ended.

In 1987, GGC elected classification as an S Corporation (small business corporation) under the provisions of the Internal Revenue Code. Normally, income taxes are not reported in the financial statements of S Corporations as the liability for payment of federal and state income taxes is the direct responsibility of the shareholders. However, during 1991, as part of the settlement of rate cases filed in the states of Colorado and Kansas, GGC was ordered to begin providing for current and deferred income taxes. Accordingly, the Company's restated 1991 financial statements include a one-time charge to income of \$1,081,202 to reinstate deferred income taxes for GGC. Supplemental net income and

earnings per share of the Company are presented below to eliminate the one-time charge and to reflect income tax expense in periods prior to 1994 as if GGC had not made the S Corporation election in 1987.

	Year ended September 30,		
	1993	1992	
	(In thousands, except	ot per share data)	
Supplemental net income	<u>\$18,132</u>	\$10,570	
Supplemental net income per share	<u>\$ 1.26</u>	<u>\$.77</u>	

Results of operations and net income for the previously separate companies for periods prior to the merger are as follows:

	Quarter ended	Year ended S	eptember 30,
	December 31, 1993	1993	1992
		(In thousands)	
Operating revenues			
Atmos	\$119,223	\$ 388,495	\$340,117
GGC	26,278	71,146	63,236
	\$145,501	\$ 459,641	<u>\$403,353</u>
Net income			
Atmos	\$ 5,458	\$ 15,712	\$ 10,031
GGC	1,630	1,832	967
	\$ 7,088	<u>\$ 17,544</u>	<u>\$ 10,998</u>

The dividends per share presentation on the consolidated statements of income reflects Atmos dividends declared per share as adjusted for the 3-for-2 stock split in May 1994. The dividends declared by Atmos reflect the per share dividends declared by Atmos Energy Corporation for each of the three years ended September 30, 1994. The restated cash dividends and distributions per share reflect the total amounts paid by Atmos and GGC to their shareholders in each of those three years, divided by the total amount of weighted average shares outstanding in those periods as restated for the shares issued to effect the merger between Atmos and GGC and the 3-for-2 stock split in May 1994.

•	Year ended September 30,		
	1994	1993	1992
Atmos dividends			
declared per share	<u>\$.88</u>	<u>\$.85</u>	<u>\$.83</u>
Restated cash dividends			
and distributions per			
share,including GGC	<u>\$.84</u>	<u>\$.71</u>	<u>\$.65</u>

3. LONG-TERM DEBT AND NOTES PAYABLE

Long-term debt at September 30, 1994 and 1993 consisted of the following:

	1994	1993
	(In the	ousands)
Unsecured 7.95% Senior Notes, payable in annual installments of \$1,000,000 beginning August 31, 1997		
through August 31, 2006 with semiannual interest payments	\$ 10,000	\$ 10,000
Unsecured 9.57% Senior Notes, payable in annual installments of \$2,000,000 beginning September 30, 1997		
through September 30, 2006 with semiannual interest payments	20,000	20,000
Unsecured 9.76% Senior Notes, payable in annual installments of \$3,000,000 beginning December 30, 1995		·
through December 30, 2004 with semiannual interest payments	30,000	30,000
Unsecured 9.75% Senior Notes, payable in varying annual installments through December 30, 1996	5,000	8,000
Unsecured 11.2% Senior Notes, payable in annual installments of \$2,000,000 beginning December 30, 1993		
through December 30, 2002 with semiannual interest payments	18,000	20,000
First Mortgage Bonds, 9.4% Series J, due May 1, 2021	17,000	17,000
First Mortgage Bonds, 13% Series G	-	1,600
Unsecured 10% Notes, due December 31, 2011	2,303	2,303
First Mortgage Bonds, 13.75% Series I	-	3,250
Notes payable to banks financed with long-term debt	40,000	<u> </u>
	.142,303	112,153
Less amounts classified as current	(4,000)	(6,300)
	\$138,303	\$105,853

Subsequent to September 30, 1994, the Company obtained commitments to enter into new note purchase agreements with two insurance companies to issue at par \$20,000,000 of unsecured Senior Notes at 8.07% payable in annual installments of \$4,000,000 beginning October 31, 2002 through October 31, 2006 with semiannual interest payments and \$20,000,000 of unsecured Senior Notes at 8.26% payable in annual installments of \$1,818,182 beginning October 31, 2004 through October 31, 2014 with semiannual interest payments. At September 30, 1994, \$40,000,000 of notes payable to banks were classified as long-term.

The Company entered into a note purchase agreement with an insurance company in August 1992, for a private placement of \$10,000,000 of unsecured Senior Notes at 7.95%. The net proceeds from the sale of the Senior Notes were used primarily to refinance an 8.4% note in the amount of \$9.8 million.

The Company may prepay any of the Senior Notes in whole at any time, subject to a prepayment premium. The note agreements provide for certain cash flow requirements and restrictions on additional indebtedness, sale of assets and payment of dividends. Under the most restrictive of such covenants, cumulative cash dividends paid after September 30, 1988 may not exceed the sum of 75% of accumulated net income for periods after September 30, 1988 plus \$12,000,000 plus the proceeds from the sale of common stock after September 30, 1988. At September 30, 1994, approximately \$44,492,000 of shareholders' equity was not so restricted.

As of September 30, 1994, all of the Company's utility plant assets in Colorado, Kansas and Missouri with a book value of approximately \$59,173,000 are subject to a lien under the 9.4% Series J First Mortgage Bonds assumed by the Company in the acquisition of GGC.

Maturities of long-term debt are as follows (in thousands):

1995		\$ 4,000
1996		7,000
1997		9,000
1998		8,000
1999	•	8,000
Thereafter		106,303
		\$142,303

NOTES PAYABLE TO BANKS

The Company has committed short-term, unsecured bank credit facilities totaling \$72,000,000, all of which was unused at September 30, 1994. One facility of \$60,000,000 requires a commitment fee of 1/8 of 1% on the unused portion. A second facility for \$12,000,000 requires a commitment fee of 3/16 of 1% on the unused portion. The committed lines are renewed or renegotiated at least annually.

The Company also had aggregate uncommitted credit lines of \$130,000,000, of which \$71,900,000 was unused as of September 30, 1994. The uncommitted lines have varying terms and the Company pays no fee for the availability of the lines. Borrowings under these lines are made on a when and as-available basis at the discretion of the banks.

Information related to notes payable to banks follows:

	1994	1993	1992
	(In thousands, except for percents)		ercents)
Notes outstanding at September 30			
prior to long-term financing	\$58,100	\$35,700	\$32,600
Reclassification for long-term			
financing subsequent to year end	(40,000)		-
Notes outstanding at September 30	\$18,100	\$35,700	\$32,600
Weighted average interest rate			
at September 30	5.6%	4.1%	4.7%
Maximum amount outstanding	k-		
during the year	\$58,100	\$50,300	\$36,800
Daily average amount outstanding			
during the year	\$26,597	\$19,801	\$12,078
Weighted average interest rate during			
the year computed on a daily basis	4.3%	4.2%	5.3%

NOTES PAYABLE TO SHAREHOLDERS AND EMPLOYEES

Notes payable to shareholders and employees of GGC were outstanding at times prior to September 30, 1993. They were for six-month terms and bore interest at rates ranging from 4.0% to 4.5%. Interest incurred on such notes aggregated \$11,326 and \$28,593 for 1993 and 1992, respectively.

4. INCOME TAMES

The components of income tax expense for 1994, 1993 and 1992 are as follows:

	1994	1993	1992
		(In thousands)	
Current	\$7,858	\$ 7,340	\$4,653
Deferred	244	2,733	100
	\$8,102	\$10,073	\$4,753

Included in the provision for income taxes are state income taxes of \$328,000, \$890,000 and \$403,000 for 1994, 1993 and 1992, respectively.

Effective October 1, 1993, the Company adopted Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes" ("SFAS No. 109") and, as permitted under the new rules, prior years' financial statements have not been restated. Adoption of the new standard in 1994 had no significant effect on net income.

This standard changes the Company's method of accounting for income taxes from the deferred method (APB 11) to the liability method. Previously the Company deferred the past tax effects of timing differences between financial reporting and taxable income. Under the liability method of SFAS No. 109, deferred tax assets and liabilities are recognized for the estimated future tax effects of differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases.

Deferred income taxes reflect the tax effect of differences between the basis of assets and liabilities for book and tax purposes. The tax effect of temporary differences that give rise to significant components of the deferred tax liabilities and deferred tax assets at September 30, 1994 and October 1, 1993 are presented below (in thousands):

	1994	1993
	(In tho	usands)
Deferred tax assets		
Costs expensed for book purposes		
and capitalized for tax purposes	\$ 914	\$ 744
Accruals not currently deductible		
for tax purposes	1,929	689
Customer advances	2,365	2,128
Nonqualified benefit plans	5,074	2,740
Postretirement benefits	1,442	-
Other, net	1,198	1,407
Total deferred tax assets	12,922	7,708
Deferred tax liabilities		
Tax and book basis of utility plant	37,316	31,949
Prepaid pensions	4,640	5,134
Other, net	1,150	565
Total deferred tax liabilities	43,106	37,648
Net deferred tax fiabilities	\$30,184	\$29,940
SFAS No. 109 deferred accounts for	=====	
rate regulated entities	•	
(included in other deferred credits):		
Liabilities	\$ 2,647	\$ 2,673

During 1993 and 1992, deferred income taxes were provided for significant timing differences in recognition of revenues and expenses for tax and financial reporting purposes. The effects of these timing differences at September 30, 1993 and 1992 were as follows:

	1993	1992
	(In thousands)	
Excess of tax over financial		
depreciation and amortization	\$1,754	\$ 351
Items capitalized for financial		
reporting and recognized	•	
currently for tax reporting	416	388
Deferred gas service revenue		
recognized currently for tax		
reporting	1,464	453
Other, net	(901)	(1,092)
Total deferred income taxes	\$2,733	\$ 100

Reconciliations of the provisions for income taxes computed at the statutory rate to the reported provisions for income taxes for 1994, 1993 and 1992 are set forth below:

	Liability Method	•		
	1994	1993	1992	
		(In thousands)		
Tax at statutory rate of 34%				
through December 31, 1992				
and 35% thereafter	\$7,992	\$ 9,603	\$5,356	
Financial expenses, not				
deductible for tax reporting	503	680	218	
Common stock dividends				
deductible for tax reporting	(573)	(462)	(446)	
State taxes	328	682	244	
Other, net	(148)	(430)	(619)	
Provision for income taxes	\$8,102	\$10,073	\$4,753	

5. STOCK SPLIT

On February 9, 1994, the Board of Directors of Atmos approved a 3-for-2 split of its common stock implemented in the form of a stock dividend, which resulted in shareholders receiving one new share for every two shares held. Fractional shares were not issued but were paid in cash or credited to the accounts of participants of the Dividend Reinvestment and Stock Purchase Plan ("DRSPP") and ESOP. The record date for the split was May 4, 1994 and the payment date for mailing the new shares and cash for fractional shares to shareholders was May 16, 1994. All share and per share amounts in the financial statements and notes thereto have been restated to reflect this split, unless otherwise noted.

8. COMMON STOCK AND STOCK OPTIONS

The Company issued 428,264 shares of its common stock in fiscal 1994 in connection with its Direct Stock Purchase Plan, Restricted Stock Grant Plan and Employee Stock Ownership Plan. It also issued common stock in connection with the GGC merger (Note 2) and the stock split (Note 5).

The Company has an Employee Stock Ownership Plan as discussed in Note 7. The Company has registered 600,000 shares for issuance under the plan, of which 134,776 shares were available for future issuance on September 30, 1994.

In August 1992 the Company announced a Direct Stock Purchase Plan ("DSPP") which was the successor to and replacement for the Dividend Reinvestment Plan ("DRP"). Members of the DRP were automatically enrolled in the DSPP. In November 1993, the Company amended the DSPP to remove the direct stock purchase feature of the plan and to rename the plan the Atmos Energy Corporation Dividend Reinvestment and Stock Purchase Plan ("DRSPP"). The DRSPP is now available to shareholders of record only. Participants in the DRSPP may have all or part of their dividends reinvested at a 3% discount from market prices. DRSPP participants may purchase additional shares of Company common stock as often as weekly with optional cash payments of at least \$25, up to an annual maximum of \$60,000. At September 30, 1994, 712,596 shares were available for future issuance under the plan.

On April 27, 1988, the Company adopted a Shareholders' Rights Plan (the "Rights Plan") and declared a dividend of one right (a "Right") for each outstanding pre-split share of common stock of the Company, payable to shareholders of record as of May 10, 1988. Each Right will entitle the holder thereof, until the earlier of May 10, 1998 or the date of redemption of the Rights, to buy one share of common stock of the Company at an exercise price of \$30 per share, subject to adjustment by the Board of Directors upon the occurrence of certain events. The Rights will be represented by the common stock certificates and are not exercisable or transferable apart from the common stock until a "Distribution Date" (which is defined in the Rights Agreement between the Company and the Rights Agent as the date upon which the Rights become separate from the common stock).

At no time will the Rights have any voting rights. The exercise price payable and the number of shares of common stock or other securities or property issuable upon exercise of the Rights are subject to adjustment from time to time to prevent dilution. Until the Distribution Date, the Company will issue one Right with each share of common stock that becomes outstanding so that all shares of common stock will have attached Rights. After a Distribution Date, the Company may issue Rights when it issues common stock if the Board deems such issuance to be necessary or appropriate.

The Rights have certain anti-takeover effects and may cause substantial dilution to a person or entity that attempts to acquire

the Company on terms not approved by the Board of Directors except pursuant to an offer conditioned upon a substantial number of Rights being acquired. The Rights should not interfere with any merger or other business combination approved by the Board of Directors because, prior to the time the Rights become exercisable or transferable, the Rights may be redeemed by the Company at \$.05 per Right.

The Company has had an Incentive Stock Option Plan for key employees covering an aggregate of 100,000 shares of common stock. The plan provided for options to be granted at prices not less than the fair market value of the stock on the date of grant and to be exercisable over ten years from such date in cumulative annual installments of 25% of the aggregate shares granted, commencing one year after the date of grant. At September 30, 1993, no options were outstanding under the plan. The Company allowed the plan to expire in October 1993 without granting additional options.

The following table summarizes the status of the expired Incentive Stock Option Plan as of September 30, 1993 and 1992:

	1993		1992		
	Price Shares per share		Shares	Price per share	
Outstanding options					
at beginning of year	6,000	\$9.25-10.63	12,750	\$9.25-10.63	
Exercised	(6,000)	9.25-10.63	(6,750)	9.25-10.63	
Outstanding options					
at end of year	-		6,000	9.25-10.63	
Exercisable options					
at end of year			6,000		
Options available for	•	•			
future grants (pre-split)	8,150		8,150		

The Company's Restricted Stock Grant Plan for management and key employees of the Company, which became effective October 1, 1987, provides for awards of common stock that are subject to certain restrictions. The plan is administered by the Board of Directors. The members of the Board who are not employees of the Company make the final determinations regarding participation in the plan, awards under the plan and restrictions on the restricted stock awarded. The restricted stock may consist of previously issued shares purchased in the open market or shares issued directly from the Company. The total number of shares of restricted stock that may be awarded under the plan was increased to 600,000 shares (900,000 post-split shares) after receiving shareholder approval in 1993. During 1994, 1993 and 1992, 109,500, 25,500 and 51,750 shares, respectively, were awarded under the plan. Prior to 1992, 328,950 shares were awarded under the plan. Related compensation expense of \$1,164,000, \$735,000 and \$673,000 was recognized in 1994, 1993 and 1992, respectively. At September 30, 1994, 384,300 shares were available for award.

7. EMPLOYEE RETIREMENT AND STOCK OWNERSHIP PLANS

At September 30, 1994, the Company had three defined benefit pension plans. One covers the Western Kentucky Division employees, one covers the Greeley Gas Division employees and the third covers all other Atmos employees. The plans provide essentially the same benefits to all employees. Benefits are based on years of service and the employee's compensation during the highest paid five consecutive calendar years within the last 10 years of employment. The Company's funding policy is to contribute annually an amount in accordance with the requirements of the Employee Retirement Income Security Act of 1974. Contributions are intended to provide not only for benefits attributed to service to date but also for those expected to be earned in the future.

The following table sets forth the combined funded status of the Company's defined benefit retirement plans at June 30, 1994 and 1993 and amounts recognized in the Company's balance sheets at September 30, 1994 and 1993 for the plans covering all employees except for employees of the Greeley Gas Division:

	1994	1993
	(In th	ousands)
Actuarial present value of benefit obligations		
Accumulated benefit obligation, including		
vested benefits of \$87,906 and \$86,141		
in 1994 and 1993, respectively	\$ (89,680)	\$ (87,006)
Projected benefit obligation	\$(102,223)	\$(100,214)
Plan assets at fair value	110,864	114,772
Funded status	8,641	14,558
Unrecognized net asset being recognized		
over 13 years	(633)	(851)
Unrecognized prior service cost	1,423	482
Unrecognized net (gain)/loss	1,883	(2,032)
Prepaid pension cost	\$ 11,314	\$ 12,157

Net periodic pension cost for 1994, 1993 and 1992 included the following components:

1994	1993	1992
<u> </u>	(In thousands)	
\$ 2,575	\$ 2,182	\$ 2,117
7,774	7,258	6,783
(631)	(15,049)	(12,534)
(8,875)	6,316	3,981
\$ 843	<u>\$ 707</u>	\$ 347
	\$ 2,575 7,774 (631) (8,875)	(In thousands) \$ 2,575 \$ 2,182 7,774 7,258 (631) (15,049) (8,875) 6,316

The weighted-average discount rates used in determining the actuarial present value of the projected benefit obligation were 8.375% and 7.75% at June 30, 1994 and 1993, respectively. The rate of increase in future compensation levels reflected in such determination was 4.5% and 5.0% for the years ended September 30, 1994 and 1993, respectively. The expected long-term rate of return on assets was 9.5%, 8.5% and 9.0% for the years ended September 30, 1994, 1993 and 1992, respectively. The plan assets consist primarily of investments in common stocks, interest bearing securities and interests in commingled pension trust funds. Prepaid pension cost is included in deferred charges and other assets.

The following table sets forth the Greeley Gas Division plan's funded status at September 30, 1994 and 1993:

	1994	1993
	(In the	ousands)
Actuarial present value of benefit obligations		
Accumulated benefit obligation, including		
vested benefits of \$12,849 and \$9,959 in		
1994 and 1993, respectively	\$(13,206)	\$(10,088)
Projected benefit obligation	\$(15,020)	\$(13,359)
Plan assets at fair value	13,140	14,204
Funded status	(1,880)	845
Unrecognized net asset being		* •
recognized over 15 years	(2,100)	(2,390)
Unrecognized prior service cost	455	-
Unrecognized net loss	3,186	2,677
(Accrued) prepaid pension cost	\$ (339)	\$ 1,132

Net periodic pension cost (credit) for the Greeley Gas Division plan for 1994, 1993 and 1992 included the following components:

		1994		1993	1992
			(In	thousands)	
Service cost	\$	486	\$	374	\$ 385
Interest cost on projected benefit obligation		1,039		954	952
Actual return on plan assets		441 -		(1,180)	(1,146)
Net amortization and deferral	((1,795)	· 	(257)	 (218)
Net periodic pension cost (credit)	\$	171	<u>\$</u>	(109)	\$ (27)

Accumulated plan benefits were computed using the Projected Unit Credit funding method. The discount rate and rate of increase in future compensation levels used in determining the actuarial present value of the projected benefit obligations were 8.375% and 4.5%, respectively, in 1994 and 7.75% and 6.25%, respectively, in 1993. The expected long-term rate of return on plan assets was 9.5% and 9.0% in 1994 and 1993, respectively.

Plan assets consist primarily of corporate bonds, equity securities, mutual funds, partnership interests and other miscellaneous investments. The actual return on plan assets in 1994 resulted in a loss of \$.4 million due to writedowns of certain plan assets to reflect current market value.

Effective October 1, 1987, the Company adopted a nonqualified Supplemental Executive Benefits Plan ("Supplemental Plan") which provides additional pension benefits to the executive officers and certain other employees of the Company. Expense recognized in connection with the Supplemental Plan during fiscal 1994, 1993 and 1992 was \$2,062,000, \$1,492,000 and \$872,000, respectively.

The Company sponsors an Employee Stock Ownership Plan ("ESOP"). Full time employees who have completed one year of service, as defined in the plan, are eligible to participate. Each participant enters into a salary reduction agreement with the Company pursuant to which the participant's salary is reduced by an amount not less than 2% nor more than 10%. Taxes on the amount by which the participant's salary is reduced are deferred pursuant to Section 401(k) of the Internal Revenue Code. The amount of the salary reduction is contributed by the Company to the ESOP for the account of the participant. The Company may make a matching contribution for the account of the participant in an amount determined each year by the Board of Directors, which amount must be at least equal to 25% of all or a portion of the participant's salary reduction. For the 1994 plan year, the Board of Directors elected to match 100% of each participant's salary reduction contribution up to 4% of the participant's salary. These matching percentages have also been approved for the 1995 plan year. Matching contributions to the ESOP amounted to \$1,780,000, \$1,413,000 and \$1,324,000 for 1994, 1993 and 1992, respectively. The Directors may also approve discretionary contributions, subject to the provisions of the Internal Revenue Code of 1986 and applicable regulations of the Internal Revenue Service. The Company recorded a charge of \$1,000,000 for a discretionary contribution in the year ended September 30, 1993. Company contributions to the plan are expensed as incurred.

Effective January 1, 1988, the Greeley Gas Division adopted a 401(k) plan that covers substantially all the Greeley Gas Division employees. Employee contributions are limited to 6% of base compensation. The Company matches 50% of employee contributions. Total employer contributions to the 401(k) plan were \$141,000, \$230,000 and \$288,000 for the periods ended September 30, 1994, 1993 and 1992, respectively. Contributions to the plan were discontinued on March 31, 1994 and participants were enrolled in the Atmos ESOP on April 1, 1994.

8. OTHER POSTRETIREMENT BENEFITS

In addition to providing pension benefits, the Company provides certain other postretirement benefits for retired employees, the major benefit being health care. To be eligible for these benefits, an employee must retire under the terms of the Company's retirement plans. Prior to 1994, the cost of other postretirement benefits was recognized by expensing claims and annual insurance premiums as incurred. In fiscal 1993 and 1992, these costs totaled \$1,453,000 and \$1,626,000, respectively.

Effective October 1, 1993, the Company adopted Financial Accounting Standards No. 106 ("SFAS No. 106"), "Employers' Accounting for Postretirement Benefits Other Than Pensions". SFAS No. 106 focuses principally on postretirement health care benefits and significantly changed the practice of accounting for postretirement benefits on a pay-as-you-go basis by requiring accrual of such benefit costs at Atmos on an actuarial basis from the date each employee reaches age 45 until the date of full eligibility for such benefits. The Company is amortizing on a straight line basis the initial transition obligation of \$33,354,000 over 20 years. The effect of adopting the new rules increased net periodic postretirement benefit cost for the year ended September 30, 1994 by \$3,789,000 and decreased net income for the period by \$2,440,000. Approximately \$746,000 of this increased cost was recovered through rates during 1994.

Atmos sponsors two defined benefit postretirement plans other than pensions. One plan provides medical, dental, vision and life insurance benefits to retired employees of Greeley Gas Company. The other offers medical benefits to all other retired Atmos employees. Substantially all of the Company's employees may become eligible for these benefits if they reach retirement age while working for the Company and attain 10 consecutive years of service. Participant contributions are required under these plans. Prior to June 1994, the plans were not funded. In June 1994, the Company made its first quarterly payment to the external trust set up to fund SFAS No. 106 costs in excess of the pay-as-you-go cost in Kansas in accordance with an order of the Kansas Corporation Commission. The amount of funding will ultimately depend upon the ratemaking treatment allowed in the Company's various rate jurisdictions.

The components of net periodic postretirement benefit cost for the year ended September 30, 1994 are as follows (in thousands):

Service cost	\$1,817
Interest cost	2,269
Amortization of transition obligation	1,668
	\$5,754

The following is a reconciliation of the funded status of the plans to the net postretirement benefits liability on the balance sheet as of September 30, 1994 and October 1, 1993 (in thousands):

	1994	1993
Accumulated postretirement benefit obligation		
Retirees	\$(18,083)	\$(18,237)
Fully eligible employees	(6,827)	(8,596)
Other employees	(4,206)	(6,521)
	(29,116)	(33,354)
Plan assets	274	
Accumulated postretirement benefit		
obligation in excess of plan assets	(28,842)	(33,354)
Unrecognized prior service cost	(2,256)	-
Unrecognized net (gain) or loss	(4,105)	-
Unrecognized transition obligation	31,686	33,354
Accrued postretirement benefits liability	\$ (3,517)	<u>\$</u>

In the latest actuarial calculation of the accrued postretirement benefits liability, the assumed health care cost trend rate used to estimate the cost of postretirement benefits was 10.5% for the 1993-1994 year, 9.5% for the 1994-1995 year, and is assumed to decrease gradually to 5.0% for 1999-2000 and remain at that level thereafter. Similarly, the dental trend rate is 8.0% for the 1993-1994 year and gradually decreases to 7.0% for 1995-1996 at which time dental benefits will be discontinued. The trend for vision benefits is assumed to remain level for all years at 4.5%. The effect of a 1% increase in the assumed health care cost trend rate for each future year is \$410,000 on the annual aggregate of the service and interest cost components of net periodic postretirement benefit costs and \$2,279,000 on the accumulated postretirement benefit obligation as of September 30, 1994. The assumed discount rate, the rate at which liabilities could be settled, was 8.25% and 7.0% as of September 30, 1994 and 1993, respectively.

The Company is currently recovering other postretirement benefit ("OPEB") costs through its regulated rates on a pay-as-you-go basis in a majority of its service areas in Texas, Kentucky and Louisiana. It is allowed to recover OPEB costs in its remaining service areas under SFAS No. 106 accrual accounting. The rate recovery of SFAS No. 106 cost by jurisdiction is discussed below. Management believes that accrual accounting in accordance with SFAS No. 106 is appropriate and will seek rate recovery of accrual-based expenses in all of its ratemaking jurisdictions.

In May 1993, the Louisiana Commission issued an order for all utilities under its jurisdiction to continue to use the pay-as-you-go accounting method for rate treatment of SFAS No. 106 costs. Utilities may apply to the Louisiana Commission for authority to recognize a regulatory asset to be amortized on a pay-as-you-go basis to bridge the gap between ratemaking and accounting. The Louisiana Commission retains the flexibility to examine individual companies' accounting for SFAS No. 106 costs to determine if special exceptions to this order are warranted. Recovery of SFAS No. 106 costs were not allowed in the Company's Rate Stabilization Clause increase implemented March 1, 1994.

In June 1992, the Kentucky Public Service Commission ("Kentucky Commission") declined a request by a group of utilities to grant a blanket commitment for the future recovery of SFAS No. 106 costs in excess of pay-as-you-go costs for all utilities. The Kentucky Commission's order stated that each utility could file an individual application to seek recovery of such costs. At a rehearing held in December 1992, the Kentucky Commission affirmed its initial order.

In May 1993, the Company filed rate requests which included SFAS No. 106 costs in Fritch and Sanford, Texas and for the surrounding environs. The rates for the environs are subject to the jurisdiction of the Railroad Commission of Texas ("Railroad Commission"). In its order of August 30, 1993, the Railroad Commission approved recovery of SFAS No. 106 costs and internal funding.

In September 1994 the Company filed for a rate increase with its West Texas cities. The rate case, which included SFAS No. 106 costs, was settled with these cities subsequent to September 30, 1994.

In September 1993, GGC filed a rate request for its Colorado service area which included SFAS No. 106 costs. In May 1994, the Company began implementing new rates in its Colorado service area. The new rates increased annual revenues by \$3,200,000 and included recovery of accrual-based SFAS No. 106 costs. By order issued in October 1994, the Colorado Public Utility Commission approved recovery of SFAS No. 106 costs with the condition of external funding of the difference between SFAS No. 106 expense and pay-as-you-go expense.

By order issued in November 1993, the Kansas Corporation Commission approved recovery of SFAS No. 106 expenses beginning in December 1993 with the condition that the difference between amounts computed as SFAS No. 106 expense and pay-as-you-go expense shall be remitted quarterly to an external trust fund.

The Company will seek rate recovery of accrual based SFAS No. 106 expenses in its ratemaking jurisdictions that have not yet approved the recovery of these expenses. The portion of this additional expense in excess of the pay-as-you-go amount in these ratemaking jurisdictions that will immediately or ultimately be allowed in rates cannot presently be determined. The ultimate impact of the adoption of SFAS No. 106 on the Company's financial position and results of operations will not be known with certainty until the regulatory treatment that will be allowed in each of the Company's ratemaking jurisdictions is determined.

8. POSTEMPLOYMENT BENEFITS

The Company also provides postemployment benefits, primarily workers' compensation, to former or inactive employees after employment but before retirement. The Financial Accounting Standards Board has issued Statement of Financial Accounting Standards No. 112, "Employers' Accounting for Postemployment Benefits" ("SFAS No. 112"), which applies to such benefits and will be effective for the Company's 1995 fiscal year. Under SFAS No. 112, employers are required to recognize the obligation to provide postemployment benefits if certain conditions are met. Postemployment benefit costs are currently recorded and recovered in rates on the pay-as-you-go basis. The rate treatment of SFAS No. 112 accrual based costs has not been determined at this time. The reduction in future earnings, if any, that would result from this accrual would be offset to the extent that it is approved to be recovered in rates. Based on a preliminary actuarial study, the Company currently estimates that the cumulative effect of implementation of SFAS No. 112 and the increase in future annual costs will not have a material adverse effect on earnings.

10. SUPPLEMENTARY INFORMATION

Taxes, other than income taxes for 1994, 1993 and 1992 consisted of the following:

	1994	1993	1992
		(In thousands)	
Gross receipts	\$ 7,252	\$ 7,312	\$ 7,393
Ad valorem	5,124	4,992	4,618
Payroll	3,475	3,353	3,322
Other -	957	1,149	1,065
	<u>\$16,808</u>	<u>\$16,806</u>	\$16,398

11. CONTINGENCIES

On March 15, 1991, suit was filed in the 15th Judicial District Court of Lafayette Parish, Louisiana, by the "Lafayette Daily Advertiser" and others against the Trans La Division, Trans Louisiana Industrial Gas Company, Inc. ("TLIG"), a wholly owned subsidiary of the Company, and Louisiana Intrastate Gas Corporation and certain of its affiliates ("LIG"). LIG is the Company's primary supplier of natural gas in Louisiana and is not otherwise affiliated with the Company.

The plaintiffs purported to represent a class consisting of all residential and commercial gas customers in the Trans La Division's service area. Among other things, the lawsuit alleged that the defendants violated antitrust laws of the state of Louisiana by manipulating the cost-of-gas component of the Trans La Division's gas rate to the purported customer class, thereby causing such purported class members to pay a higher rate. The plaintiffs made no specific allegation of an amount of damages.

The defendants brought an appeal to the Louisiana Supreme Court of rulings by the trial court and the Third Circuit Court of Appeal which denied defendants' exceptions to the jurisdiction of the trial court. It was the position of the defendants that the plaintiffs' claims amount to complaints about the level of gas rates and should be within the exclusive jurisdiction of the Louisiana Commission.

On January 19, 1993, the Louisiana Supreme Court issued a decision reversing in part the lower courts' rulings, dismissing all of plaintiffs' claims against the defendants which seek damages due to alleged overcharges and further ruling that all such claims are within the exclusive jurisdiction of the Louisiana Commission. Any claims which seek damages other than overcharges were remanded to the trial court but were stayed pending the completion of the Louisiana Commission proceeding referred to below.

The Louisiana Commission has instituted a docketed proceeding for the purpose of investigating the costs included in the Trans La Division's purchased gas adjustment component of its rates. Both the Trans La Division and LIG are parties to the proceeding. Much of the discovery in this proceeding has been conducted and a procedural schedule has been established. The Company believes the allegations as they relate to the Company, whether brought in court or at the Louisiana Commission, are without merit, and that the chances of a material adverse outcome are remote. The Company will continue to vigorously protect its interest in this matter.

From time to time, claims are made and lawsuits are filed against the Company arising out of the ordinary business of the Company. In the opinion of the Company's management, liabilities, if any, arising from these actions are either covered by

insurance, adequately reserved for by the Company or would not have a material adverse effect on the financial condition of the Company.

12. STATEMENT OF CASH FLOWS

Supplemental disclosures of cash flow information for 1994, 1993 and 1992 are presented below:

	1994	1993	1992
v		(In thousands)	
Cash paid for			
Interest	\$12,756	\$13,436	\$14,496
Income taxes	6,352	8,190	3,754

18. LEASES

The Company has entered into noncancelable leases involving office space and warehouse space. The remaining lease terms range from one to 20 years and generally provide for the payment of taxes, insurance and maintenance by the lessee. Net property, plant and equipment included amounts for capital leases of \$5,664,000 and \$6,029,000 at September 30, 1994 and 1993, respectively.

The related future minimum lease payments at September 30, 1994 were as follows:

·	Capital leases	Operating leases
•	(In thousands)	
1995	\$ 1,716	\$ 5,071
1996	1,717	4,817
1997	1,683	3,808
1998	1,628	2,958
1999	1,504	3,036
Thereafter	11,297	23,335
Total minimum lease payments	19,545	43,025
Less amount representing contingent payments	_	
from increases in the Consumer Price Index	(946)	(20)
Net minimum lease payments	18,599	\$43,005
Less amount representing interest	(12,305)	
Present value of net minimum	•	
lease payments	\$ 6,294	

Consolidated rent expense amounted to \$6,490,000, \$5,277,000 and \$5,395,000 for fiscal 1994, 1993 and 1992, respectively.

Rents are expensed and recovered in rates on a pay-as-you-go basis.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

Management is responsible for the preparation, presentation and integrity of the financial statements and other financial information in this report. The accompanying financial statements have been prepared in accordance with generally accepted accounting principles, and include estimates and judgments made by management that were necessary to prepare the statements in accordance with such accounting principles.

The Company maintains a system of internal accounting controls designed to provide reasonable assurance that assets are safeguarded from loss and that transactions are executed and recorded in accordance with established procedures. The concept of reasonable assurance is based on the recognition that the cost of maintaining a system of internal accounting controls should not exceed related benefits. The system of internal accounting controls is supported by written policies and guidelines, internal auditing and the careful selection and training of qualified personnel.

The financial statements have been audited by the Company's independent auditors. Their audit was made in accordance with generally accepted auditing standards, as indicated in the Report of Independent Auditors, and included a review of the system of internal accounting controls and tests of transactions to the extent they considered necessary to carry out their responsibilities for the audit.

Management has considered the internal auditors' and the independent auditors' recommendations concerning the Company's system of internal control and has taken actions that we believe are cost-effective in the circumstances to respond appropriately to these recommendations. The Audit Committee of the Board of Directors meets periodically with the internal auditors and the independent auditors to discuss the Company's internal accounting controls, auditing and financial reporting matters.

REPORT OF ERNST & YOUNG LLP. INDEPENDENT AUDITORS

Board of Directors

Atmos Energy Corporation

We have audited the accompanying consolidated balance sheets of Atmos Energy Corporation at September 30, 1994 and 1993, and the related consolidated statements of income, share-holders' equity and cash flows for each of the three years in the period ended September 30, 1994. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Atmos Energy Corporation at September 30, 1994 and 1993, and its consolidated results of operations and its cash flows for each of the three years in the period ended September 30, 1994 in conformity with generally accepted accounting principles.

Dallas, Texas November 9, 1994 Ernet + Young LLP

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

INTRODUCTION

The Company distributes and sells natural gas to residential, commercial, industrial and agricultural customers in six states. Such business is subject to federal and state regulation and/or regulation by local authorities in each of the states in which the Company operates. In addition, the Company's business is affected by seasonal weather patterns, competitive factors within the energy industry and economic conditions in the areas that the Company serves.

A consolidated five-year financial and statistical summary is included elsewhere herein.

ACQUISITION OF GREELEY GAS COMPANY THROUGH MERGER

The Company has expanded its customer base and sought to diversify the regulations, weather patterns and local economic conditions to which it is subject through acquisitions in 1986, 1987 and 1993. The Company continues to consider and pursue, where appropriate, additional acquisitions of natural gas distribution properties and other business opportunities.

In December 1993, the Company acquired Greeley Gas Company ("GGC") of Denver, Colorado in a merger transaction accounted for as a pooling of interests; therefore, all historical financial statements and notes thereto have been restated to retroactively reflect this merger. At that time, GGC was a privately held company providing natural gas service to nearly 100,000 customers in 122 communities in Colorado, Kansas and a small service area in Missouri. The transaction was structured to be a tax-free reorganization. The Company exchanged 2,329,330 shares of its common stock before the 3-for-2 stock split (3,493,995 shares on a post-split basis) for all of the outstanding stock of GGC. For further information regarding the merger, see Note 2 of notes to consolidated financial statements.

The Company believes that, while the merger may result in some dilution during the short term, it is expected to be non-dilutive over the long term with respect to earnings per share. The Company believes this transaction is consistent with its continuing long-term corporate development strategy of increasing the value of the Company through external growth. The Company believes this acquisition will help to further diversify both the geographic scope of its markets and the mix of its customer profile, thereby reducing its exposure to changes in the economic conditions in any given segment of its service area and will add to diversification in the areas of weather, regulatory environment,

and economic environment. Over the longer term, the Company expects this combination to contribute to the stability and predictability of earnings and cash flow.

RATE ACTIVITY

In September 1994, the Company filed to increase revenues by approximately \$2.6 million for a portion of its Energas Company service area ("Energas Division"). The proposed rates would produce an overall increase of approximately 1.9% of current annual revenues generated from approximately 217,000 customers and reflects recovery of accrual accounting of postretirement benefits in accordance with SFAS No. 106. See Note 8 of the accompanying notes to consolidated financial statements. In November 1994, the Company implemented an annual revenue increase of approximately \$1.5 million affecting about 90% of the customers in this portion of its Energas Division.

GGC filed a request for an increase in annual revenues of \$4.5 million with the Colorado Public Utility Commission ("Colorado Commission") in September, 1993. On May 1, 1994, the Company implemented an annual increase of \$3.2 million or 6.9% in Phase I of this proceeding. The Phase I rates reflect recovery of SFAS No. 106 expenses with external funding, consistent with the recommended decision of the presiding administrative law judge. In October 1994, the Colorado Commission issued its order affirming the increase as set forth in Phase I. The next step in the rate proceeding will be Phase II, which will address rate redesign issues.

Effective December 1, 1993, GGC received an annual rate increase of approximately \$2.1 million or 10.6% in its Kansas service area. The increase reflects SFAS No. 106 expenses with external funding and a moratorium on rate requests in Kansas until December 1, 1996.

On February 11, 1992, the Company filed a rate case with the city of Amarillo, Texas seeking to increase annual revenues by approximately \$4.4 million, or 12%. In November 1992, the Railroad Commission issued its decision, resulting in a total annual increase of \$2.1 million. The Company and the city requested a rehearing of the Order. On January 11, 1993, the Railroad Commission denied rehearing to both parties. In February 1993, the city appealed the Railroad Commission's rate order to the District Court of Travis County, Texas. In January 1994, the District Court denied the city's appeal. The city has appealed to the Court of Appeals.

During the period of 1991 through 1993, the Company also filed for and received small rate increases in certain other rate jurisdictions in its Energas Division totaling approximately \$.3 million annually.

The Company filed for a rate increase with the Louisiana Public Service Commission (the "Louisiana Commission") in November 1991 for its Louisiana service area ("Trans La Division"). The proposed rates would produce approximately \$3.4 million per year in additional revenues, or an overall increase of approximately 9.8% for the Trans La Division. Effective September 3, 1992, the Louisiana Commission granted an increase of approximately \$1.0 million per year in additional revenues, or an overall increase of approximately 2.8%. The rate order also allowed the Company to collect franchise taxes as a line item on the Company's bills which will reduce taxes, other than income taxes, by approximately \$800,000 per year. The rate order also approved a rate stabilization clause for three years that provides for an annual adjustment to the Company's rates to reflect changes in expenses, revenues and invested capital following an annual review. The rate stabilization clause provides an opportunity for a return on jurisdictional common equity of between 11.75% and 12.25%. As a result of the Company's filings under the rate stabilization clause, an increase of \$730,000 annually or 2% went into effect on March 1, 1993, and an increase of \$1.1 million or 2.7% went into effect on March 1, 1994.

In September 1990, the Kentucky Public Service Commission (the "Kentucky Commission") issued an order that increased annual revenues approximately \$1.0 million for the Company's Kentucky service area. In May 1991, the Kentucky Commission issued an Order on Rehearing increasing allowed revenues an additional \$2.6 million. In connection with this rate case the Company filed a Notice of Appeal with the Kentucky Court of Appeals in July 1993. The Company's appeal in Kentucky relates solely to the determination of the appropriate effective date of its last rate increase in Kentucky. The Kentucky Public Service Commission made the increase effective in May 1991, while the Company believes it should have become effective in September 1990. The Company lost the issue at the trial court level. If the Company is successful, it could recover approximately \$1 million in additional revenue; if it is unsuccessful, there would be no impact on its revenue. Subsequent to September 30, 1994, the Kentucky Court of Appeals denied the Company's appeal. The Company is currently assessing its options for further appeals.

RECENTLY ISSUED ACCOUNTING STANDARDS NOT YET ADOPTED

The Company has not adopted Statement of Financial Accounting Standards No. 112, "Employers' Accounting for Postemployment Benefits". See Note 9 of notes to consolidated financial statements. The rate treatment of SFAS No. 112 costs has not been determined at this time. Such costs are currently recorded and recovered in rates on the pay-as-you-go basis. The Company does not expect the adoption of this standard to have a material impact on its financial condition or results of operations.

RESULTS OF OPERATIONS

YEAR ENDED SEPTEMBER 30, 1994 COMPARED WITH YEAR ENDED SEPTEMBER 30, 1993

Operating revenues increased to \$499.8 million in 1994 from \$459.6 million in 1993 due to rate increases received in Kansas, Colorado and Louisiana, an increase in the number of customers. changes in cost of gas and increased volumes sold. Average gas sales revenues per thousand cubic feet ("Mcf") increased from 1993 by \$.12 to \$4.14 in 1994, while the average cost of gas per Mcf sold increased \$.15 to \$2.86 in 1994. The number of meters in service increased to 649,319 at September 30, 1994 compared with 636,159 at September 30, 1993. Although the weather was 2% warmer in 1994 than in 1993, it was only slightly warmer than normal. Sales to residential, commercial and public authority customers decreased approximately 0.5 billion cubic feet ("Bcf") in 1994, but sales to industrial and agricultural customers increased approximately 7 Bcf. Total sales volumes increased 6.7 Bcf to 116.1 Bcf in 1994, as compared with 1993. Revenues from gas transported for others decreased \$.9 million to approximately \$14.1 million in fiscal 1994 due to a decrease in volumes transported of 4.5 Bcf to 35.3 Bcf in 1994.

Gross profit increased by approximately 3% to \$168.2 million in 1994 from \$163.1 million in 1993. The primary factors contributing to the higher gross profit were increased prices and volumes, as discussed above. Operating expenses, excluding income taxes, increased to \$133.7 million in 1994 from \$122.8 million in 1993 due to increased operation expense and depreciation.

Operation expense increased \$9.9 million due to increased distribution expense, employee welfare expenses including adoption of SFAS No. 106, GGC acquisition and assimilation costs, and the cost of an early retirement program in the Greeley Gas Division in the fourth quarter, SFAS No. 106 expenses in excess of pay-as-you-go expenses were approximately \$3.8 million in 1994. The company has been successful in seeking recovery of SFAS No.106 expenses in a portion of its service areas and will continue to seek recovery in its remaining service areas (Note 8). GGC acquisition and assimilation costs were approximately \$1.5 million in 1994 compared with approximately \$.5 million in 1993. The cost of the early retirement program was approximately \$1.3 million in 1994. The acquisition and assimilation costs as well as the early retirement program are one-time costs associated with the GGC acquisition. Income taxes decreased to \$8.1 million for 1994 from \$10.1 million for 1993. The primary reasons for the decrease were lower pre-tax profits and a lower effective tax rate. The effective tax rate decreased to 35.6% in 1994 from 36.5% in 1993. This was primarily due to the impact of permanent differences on the lower pre-tax profits in 1994. Operating income decreased in 1994 by approximately 13% to \$26.5 million from \$30.3 million in 1993. The decrease in operating income resulted primarily from increased operating expenses as discussed above.

Net income decreased in 1994 by approximately 16% to \$14.7 million from \$17.5 million in the prior year. This decrease in net income resulted primarily from a decrease in operating income, which was partially offset by a \$1.0 million decrease in interest expense. Net income per share decreased to \$.97 for 1994 from \$1.22 for 1993, reflecting the effects of an increase in average shares outstanding of approximately 6%. One-time acquisition costs, assimilation expenses and an early retirement program in Greeley Gas Company as well as the effect of adopting SFAS No. 106 reduced earnings per share by approximately \$.22 in 1994.

YEAR ENDED SEPTEMBER 30, 1993 COMPARED WITH YEAR ENDED SEPTEMBER 30, 1992

Operating revenues increased to \$459.6 million in 1993 from \$403.4 million in 1992 due to colder weather, increased sales volumes and revenues for every customer type, rate increases received in Texas and Louisiana and an increased number of customers in fiscal 1993. Total sales volumes increased 9.7 Bcf to 109.4 Bcf in 1993, as compared with 1992. Average gas sales revenues per Mcf increased \$.16 to \$4.02 in fiscal 1993 from 1992, while the average cost of gas per Mcf sold increased \$.13

to \$2.71. The number of meters in service increased to 636,159 at September 30, 1993 compared with 630,365 at September 30, 1992. Weather was 10% colder in 1993 than 1992, and was 2% colder than normal. Because of this colder weather, sales volumes to weather sensitive residential, commercial and public authority customers increased 5.8 Bcf, or 8%, to 78.0 Bcf in 1993, as compared with 1992. Sales volumes to industrial and agricultural customers increased 3.9 Bcf, or 14%, because of increased irrigation fuel demand in the Company's West Texas service area. Revenues from gas transported for others increased \$1.3 million to approximately \$15.0 million in 1993. Average transportation fees decreased from \$.42 per Mcf to \$.38 per Mcf, while transportation volumes increased 7.6 Bcf to 39.8 Bcf in 1993 as compared with 1992. Average transportation fees decreased in 1993 because of increased competition for large volume customers in Kentucky.

Gross profit increased by approximately 12% to \$163.1 million in 1993 from \$146.3 million in 1992. The primary factors contributing to the higher gross profit were increased rates and colder weather, as discussed above. Operating expenses, excluding income taxes, increased to \$122.8 million in 1993 from \$117.9 million in 1992 due to increased operating activity. Operation expense increased \$3.5 million due to increased distribution expenses, outside services, wages and benefits expense. Income taxes increased to \$10.1 million for 1993 from \$4.8 million for 1992. The primary reasons for the increase were higher pre-tax profits and a higher effective tax rate. The effective tax rate increased to 36.5% in 1993 from 30.2% in 1992 because of reduced significance of permanent differences due to higher pretax profits and a one percent increase in the statutory rate to 35%, effective January 1, 1993. Operating income increased in 1993 by approximately 28% to \$30.3 million. The increase in operating income resulted primarily from increased gross profit.

Net income increased in 1993 by approximately 60% to \$17.5 million from \$11.0 million in 1992. This increase in net income resulted primarily from the increase in operating income. Also, interest expense decreased \$.5 million in 1993, as compared with 1992, due to lower weighted average interest rates. Net income per share increased approximately 53% to \$1.22 for 1993 compared with 1992, including the effects of an increase in average shares outstanding of approximately 4%.

CAPITAL RESOURCES AND LIQUIDITY (See "Consolidated Statements of Cash Flows")

CASH FLOWS FROM OPERATING ACTIVITIES

Cash flows from operating activities totaled \$41.2 million for 1994 compared with \$37.1 million for 1993 and \$31.4 million for 1992. The decrease in net income in 1994 as compared with 1993 was more than offset by the net changes in assets and liabilities. Gas stored underground decreased in 1994 because of substantially lower gas prices during the summer of 1994 when the storage reservoir was being refilled. The \$10.9 million increase in deferred charges and other assets in 1993 related to the \$8.4 million increase in deferred credits and other liabilities and recognized funding for the Supplemental Executive Benefits Plan. See "Consolidated Statements of Cash Flows" for other changes in assets and liabilities.

CASH FLOWS FROM INVESTING ACTIVITIES

Net cash used in investing activities totaled \$48.4 million in 1994 compared with \$42.2 million in 1993 and \$39.5 million in 1992. Capital expenditures in fiscal 1994 amounted to \$50.4 million compared with \$43.1 million in 1993 and \$42.2 million in 1992. Currently budgeted capital expenditures for 1995 total \$56.1 million and include major expenditures for mains, services, meters, vehicles and computer software. Such expenditures will be financed from internally generated funds and financing activities, as discussed below.

CASH FLOWS FROM FINANCING ACTIVITIES

Net cash provided by financing activities totaled \$7.7 million for 1994 compared with \$3.7 million for 1993 and \$8.3 million in 1992. Financing activities during these periods included issuance of common stock, dividend payments, borrowings from banks, and issuance and repayments of long-term debt.

Cash dividends and distributions paid. The Company paid \$12.7 million in cash dividends and distributions during 1994. The \$2.6 million increase over 1993 primarily reflects an increase in the Company's quarterly dividend rate and an increase in the number of shares of common stock outstanding in 1994. The Company has increased its historical dividend rate in each of the last six years.

Short-term financing activities. At September 30, 1994, the Company had committed lines of credit totaling \$72.0 million, all of which was unused, in order to provide for short-term cash requirements. These credit facilities are negotiated at least annually. At September 30, 1994, the Company also had uncommitted short-term credit lines of \$130.0 million, of which \$71.9 million was unused. At September 30, 1994, \$40.0 million of notes payable to banks were classified noncurrent and long-term financing was completed subsequent to September 30, 1994. During 1994, notes payable increased \$22.4 million compared with increases of \$2.6 million during 1993 and \$18.6 million in 1992. The increases in 1994 and 1992 were primarily due to funding of capital expenditures and repayment of long-term debt. The increase in 1993 was less than the increases in 1994 and 1992, partly because of funds provided in 1993 from stock issued under the Direct Stock Purchase Plan.

Long-term financing activities. Payments of long-term debt increased \$5.4 million to \$9.9 million for the year ended September 30, 1994 compared with the year ended September 30, 1993. Payments of long-term debt consisted of a \$3.0 million installment on the Company's 9.75% Senior Notes due in 1996, a \$2.0 million installment on the 11.2% Senior Notes, the balance of \$3.25 million on the 13,75% Series I First Mortgage Bonds and the balance of \$1.6 million on the 13% Series G First Mortgage Bonds. At September 30, 1994, the Company was negotiating the private placement of \$40.0 million of Senior Notes with two insurance companies. Scheduled payments of long-term debt in fiscal 1993 consisted of a \$3.5 million installment on the Company's 9.75% Senior Notes and a \$1.0 million payment on the 13.75% Series I First Mortgage Bonds. No long-term debt was issued in 1993. The Company entered into an agreement with an insurance company in August 1992, for a private placement of \$10.0 million of unsecured Senior Notes due in annual installments of \$1.0 million from 1997 through 2006, with interest to be paid semiannually at 7.95%. The net proceeds from the sale of the Senior Notes were used primarily to refinance an 8.4% note in the amount of \$9.8 million. The Company also made scheduled installments of \$4.5 million on its 9.75% Senior Notes, \$1.0 million on the 13.75% Series I First Mortgage Bonds and a \$.3 million installment on GGC's 13% Series G First Mortgage Bonds in fiscal 1992. The loan agreements pursuant to which all the Company's Senior Notes have been issued contain covenants by the Company with respect to the maintenance of certain debt-to-equity ratios and cash flows, and restrictions on the payment of dividends. Also see Note 3 of notes to consolidated financial statements.

Issuance of common stock. The Company issued 428,264, 897,089 and 306,880 shares of common stock in 1994, 1993 and 1992, respectively, for its Direct Stock Purchase Plan ("DSPP"), Employee Stock Ownership Plan and Incentive Stock Option Plan. The DSPP was implemented in August 1992. The DSPP has been amended to remove the direct stock purchase feature of the plan and has been renamed the Atmos Energy Corporation Dividend Reinvestment and Stock Purchase Plan ("DRSPP"). In 1994, 1993 and 1992, 173,801, 760,089 and 132,249 shares, respectively, were issued under the plan, generating proceeds of \$3.0 million, \$13.4 million and \$1.9 million, respectively. At September 30, 1994, 712,596 shares were available for future issuance under the plan.

The Company believes that internally generated funds, its short-term credit facilities and access to the debt and equity capital markets will provide necessary working capital and liquidity for capital expenditures and other cash needs for 1995.

SEASONALITY

The Company's natural gas distribution business is seasonal due to weather conditions in the Company's service areas. Gas sales are affected by winter heating season requirements and sales to agricultural customers (who use natural gas as fuel in the operation of irrigation pumps) during the period from April through September may be affected by rainfall amounts. These factors generally result in higher operating revenues and net income during the period from October through March of each year and lower operating revenues and either net losses or lower net income during the period from April through September of each year.

The following table sets forth, on an unaudited basis, the Company's quarterly operating revenues, quarterly operating revenues as a percentage of annual operating revenues, quarterly net income (loss) and quarterly net income (loss) as a percentage of annual net income for its past two fiscal years.

IRFLATION

The Company believes that inflation has caused and will continue to cause increases in certain operating expenses and has required assets and will continue to require assets to be replaced at higher costs. The Company continually reviews the adequacy of its gas rates in relation to the increasing cost of providing service and the inherent regulatory lag in adjusting those gas rates.

ENVIRONMENTAL MATTERS

From time to time, the Company receives inquiries regarding various environmental matters. The Company believes that its properties and operations substantially comply with and are operated in substantial conformity with all applicable environmental statutes and regulations. There are no administrative or judicial proceedings arising under environmental quality statutes pending or known to be contemplated by governmental agencies which, if adversely determined, would have a material adverse effect on the Company.

	•		Quarter ended		
Year ended September 30,	December 31	March 31	June 30	September 30	Total ·
		(In th	ousands, except for percent	ages)	
1994	•				
Operating revenues	\$145,501	\$186,944	\$90,013	\$77,350	\$499,808
,	29%	37%	18%	16%	100%
Net income (loss)	\$ 7,088	\$ 13,242	\$(1,224)	\$ (4,427)	\$ 14,679
,	48%	90%	(8)%	(30)%	100%
1993					
Operating revenues	\$ 130,700	\$ 166,238	\$91,219	\$ 71,484	\$ 459,641
	28%	36%	20%	16%	100%
Net income (loss)	\$ 6,765	\$ 13,760	\$ 831	\$ (3,812)	\$ 17,544
, ,	39%	78%	5%	(22)%	100%

QUARTERLY FINANCIAL DATA (UNAUDITED)

Summarized unaudited quarterly financial data are presented below. The sum of net income per share by quarter may not equal

the net income per share for the year due to variations in the weighted average shares outstanding used in computing such amounts.

				Quarte	er ended			
	Dece	ember 31,	Ma	arch 31,	Jur	ne 30,	Septer	nber 30,
	1993	1992	1994	1993	1994	1993	1994	1993
			•	In thousands, exc	ept per share data)		•	
Operating revenues	\$145,501	\$130,700	\$186,944	\$166,238	\$ 90,013	\$ 91,219	\$ 77,350	\$ 71,484
Gross profit	48,421	42,638	59,366	58,606	31,790	34,463	28,660	27,402
Operating income (loss)	10,302	9,730	16,345	16,877	1,433	3,847	(1,614)	(177)
Net income (loss)	7,088	6,765	13,242	13,760	(1,224)	831	(4,427)	(3,812)
Net income (loss) per share	.47	.48	.87	.97	(80.)	.06	(.29)	(.26)

MARGET INFORMATION

The Company's stock trades on the New York Stock Exchange under the trading symbol "ATO". The high and low sale prices and

dividends paid per share of the Company's common stock, as adjusted for the 3-for-2 stock split in May 1994, for fiscal 1994 and 1993 are listed below.

		1994			1993	
Quarter ended:	High_	Low	Dividends paid	High	Low	Dividends paid
December 31	\$21 1/8	\$16 3/4	\$.22	\$15 7/8	\$13 1/2	\$.2125
March 31	20	17 3/4	.22	17 3/4	15 1/8	.2125
June 30	20 1/4	18	.22	19 3/4	16 1/4	.2125
September 30	19	16 3/8	.22	20 5/8	18 5/8	.2125
			\$.88			\$.8500

Prior to its acquisition, GGC made distributions to its share-holders in fiscal 1994 and 1993 of \$120,000 and \$893,000, respectively. The "Dividends paid" information above has not been restated for the pooling of interests in December 1993, but reflects historical cash dividends paid per share of Atmos common

stock as restated for the 3-for-2 stock split in May 1994.

See Note 3 of notes to consolidated financial statements for restriction on payment of dividends. The number of record holders of the Company's common stock on September 30, 1994 was 19,881.

SELECTED FINANCIAL DATA

The following table sets forth selected financial data with respect

to the Company and should be read in conjunction with the consolidated financial statements included herein.

			Year ended September 30,		
·	1994	1993	1992	1991	1990
		(In th	housands, except per share	data)	
Operating revenues	<u>\$499,808</u>	\$459,641	<u>\$403,353</u>	\$399,667	\$409,975
Net income	<u>\$ 14,679</u>	<u>\$ 17,544</u>	\$ 10,998	\$ 9,612	\$ 7,653
Net income per share	<u>\$.97</u>	\$ 1.22	\$.80	<u>\$.71</u>	\$60
Atmos dividends declared per share	\$.88	\$.85	\$.83	\$.80	\$
Total assets at end of year	<u>\$416,678</u>	\$391,618	\$358,363	\$338,714	\$330,477
Long-term debt at end of year	<u>\$138,303</u>	\$105,853	\$112,153	\$116,461	\$ 88,508
Supplemental net income (1)		\$ 18,132	\$ 10,570	\$ 10,130	\$ 9,497
Supplemental net income per share		\$ 1.26	\$.77	\$.75	\$.75

⁽¹⁾ Supplemental net income reflects results if GGC had not made an S Corporation election in 1987.

consolidated five-year financial and statistical summary

	1994	1993	1992	1991	1990
BALANCE SHEET DATA AT SEPTEMBER 30	•				
(In thousands)					
Capital expenditures	\$ 50,355	\$ 43,143	\$ 42,169	\$ 37,630	\$ 37,269
Net property, plant and equipment	327,407	299,275	276,924	259,187	245,191
Working capital	(10,936)	(28,524)	(23,548)	(5,740)	(28,219)
Total assets	416,678	391,618	358,363	338,714	330,477
Shareholders' equity	149,556	139,429	117,248	110,958	101,548
Long-term debt, excluding current maturities	138,303	105,853	112,153	116,461	88,508
Total capitalization	287,859	245,282	229,401	227,419	190,056
INCOME STATEMENT DATA (YEAR ENDED SEPTEMBE	ER 30)				
(In thousands, except per share data)	•			•	
Operating revenues	\$ 499,808	\$ 459,641	\$ 403,353	\$ 399,667	\$ 409,975
Gross profit	168,237	163,109	146,262	137,871	136,096
Net income	14,679	17,544	10,998	9,612	7,653
Net income per share	.97	1.22	.80	.71	.60
·					
COMMON STOCK DATA	15 207	14,869	13,972	13,665	12,743
Shares outstanding at end of year (000's)	15,297		13,789	13,486	12,739
Average shares outstanding (000's)	15,195 \$.88	14,338		\$ 80	\$.77
Atmos dividends declared per share	•	\$.85 \$ 20.63		\$.00 \$ 14.13	\$ 12.50
Market price - high	\$ 21.13	•		\$ 10.38	\$ 12.50
- low	\$ 16.38	\$ 13.50	Ť	•	\$ 10.30 \$ 11.25
- end of year	\$ 17.75	\$ 20.25	\$ 14.88	\$ 14.00	•
Book value per share at end of year	\$ 9.78	\$ 9.38	\$ 8.39	\$ 8.12	•
Shareholders of record	19,881	18,955	7,856	7,015	6,712
Price/Earnings ratio at end of year	18.30	16.60	18.59	19.72	18.75
Market/Book ratio at end of year	1.82	2.16	1.77	1.72	1.41
Annualized dividend yield at end of year (excluding GGC dis	tributions) 5.0%	4.2%	5.6%	5.7%	6.8%
VOLUMES (MMCF AS METERED) AND METERS (Y	EAR ENDED SEPTEM	BER 30)			
Gas sales volumes	116,087	109,405	99,720	101,435	106,424
Gas transportation volumes	35,308	39,782	32,203	35,201	32,178
Total volumes handled	151,395	149,187	131,923	136,636	138,602
Meters in service at end of year	649,319	636,159	630,365	619,111	613,542
Degree days (Heating)	3,953	4,046	3,676	3,583	3,751
Percent of normal	99%	102%	92%	90%	94%
Average gas sales price per Mcf sold	\$ 4.14	\$ 4.02	\$ 3.86	\$ 3.74	\$ 3.65
Average purchased gas cost per Mcf sold	\$ 2.86	\$ 2.71	\$ 2.58	\$ 2.58	\$ 2.57
Average transportation fee per Mcf	\$.40	\$.38	\$.42	\$.46	\$.53
STATISTICS					
Return on average shareholders' equity	10.2%	13.7%	9.6%	9.0%	7.6%
Number of employees at end of year	1,709	1,756	1,750	1,770	1,753
Net plant per meter	\$ 504	\$ 470	\$ 439	\$ 419	\$ 400
Operating and maintenance expense					
per meter	\$ 151	\$ 139	\$ 134	\$ 130	\$ 126
Number of meters per employee	380	362	360	350	350
Times interest earned before income	_				
taxes	2.84	3.06	2.12	2.10	2.01

BOARD OF DIRECTORS

TOP ROW FROM LEFT TO RIGHT Travis W. Bain II
President, Bain Enterprises
Plano, Texas
Elected 1988
Committees: Audit, Nominating

Dan Busbee
Attorney and Shareholder
Locke Purnell Rain Harrell
Dallas, Texas
Elected 1988
Committees: Audit (Chairman),
Human Resources

Ronald L. Fancher
President and Chief Executive Officer
Atmos Energy Corporation
Dallas, Texas
Appointed 1994

Phillip E. Nichol
Vice President and Branch Manager
Kidder Peabody & Co. Incorporated
Cleveland, Ohio
Elected 1985
Committees: Nominating (Chairman),
Human Resources

John W. Norris Jr.
Chairman of the Board and
Chief Executive Officer
Lennox International Inc.
Dallas, Texas
Elected 1987
Committees: Human Resources,
Executive

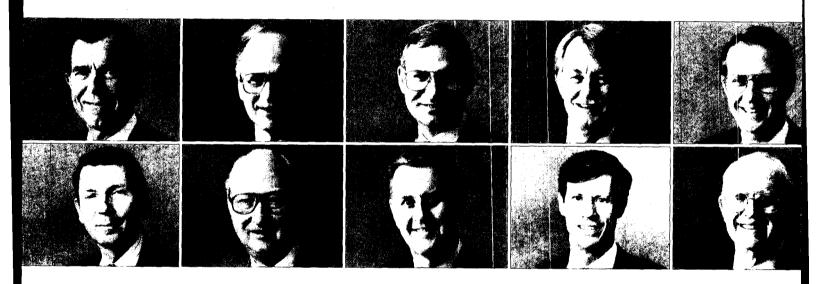
BOTTOM ROW FROM LEFT TO RIGHT Carl S. Quinn
Chairman of the Board, President and Chief Executive Officer
Interstate Natural Gas Company
Houston, Texas
Elected 1994
Committees: Human Resources

Lee E. Schlessman
President, Dolo Investment Company
Denver, Colo.
Appointed 1994
Committees: Nominating, Audit

Charles K. Vaughan
Chairman of the Board
Atmos Energy Corporation
Dallas, Texas
Elected 1983
Committee: Executive (Chairman)

Richard Ware II
President, Amarillo National Bank
Amarillo, Texas
Elected 1994
Committees: Nominating, Audit

Dewey G. Williams
President, Protective Assurance
General Agency
Dallas, Texas
Elected 1987
Committees: Executive, Human
Resources (Chairman)



OFFICER8

Ronald L. Fancher President and Chief Executive Officer

James F. Purser Executive Vice President and Chief Financial Officer

Robert F. Stephens
Executive Vice President Corporate Operations

H.F. Harber Senior Vice President -Corporate Services Donald E. James Senior Vice President and General Counsel

David L. Bickerstaff Vice President and Controller

Glen A. Blanscet Assistant General Counsel and Corporate Secretary

O. Carl Brown
Vice President,
Financial Planning

Jack W. Eversull Vice President, Investor Relations

Cleaburne H. Fritz Vice President, Information and Administrative Services

Dan L. Lindsey Vice President, Technical Services

Mary S. Lovell Vice President, Rates and Regulatory Affairs Wynn D. McGregor Vice President, Human Resources

Toby A. Priolo Vice President, Intrastate Gas Supply

Gordon J. Roy Vice President, Gas Supply and Large Volume Services

Carl W. Weller Treasurer

Common Stock Listing New York Stock Exchange

Trading Symbol

Stock Transfer Agent and Registrar Shareholder inquiries on stock transfers may be directed to the First National Bank of Boston, Mail Stop 45-01-05, P.O. Box 644, Boston, MA 02102-0644. All other inquiries may be directed to First National Bank of Boston, Mail Stop 45-02-09, P.O. Box 644, Boston, MA 02102-0644. You can call Bank of **Boston Investor Relations** at 1-800-736-3001 between 9 a.m. and 6 p.m. EST Monday through Friday.

Independent Auditors Ernst and Young LLP 2121 San Jacinto, Suite 500

Dallas, Texas 75201 (214) 969-8000

Form 10-K The Atmos Energy Corporation Annual Report on Form 10-K is available on request to: Investor Relations, Atmos Energy Corporation, P.O. Box 650205, Dallas, Texas 75265-0205, (214) 934-9227.

Annual Meeting

The Annual Meeting of Shareholders will be held at the Loews Anatole Hotel, 2021 Stemmons Freeway, Dailas, Texas, at 11 a.m. CST on Feb. 8, 1995.

Dividend Reinvestment and Stock Purchase Plan Atmos offers a Dividend Reinvestment and Stock Purchase Plan. Plan features:

- · Optional cash payments of as little as \$25, up to \$60,000 annually
- 3 percent discount on stock purchased with reinvested dividends
- IRA
- Deposit share certificates for safekeeping
- · Automatic monthly investing For more information, please call the Bank of Boston Investor Relations at 1-800-736-3001, or Atmos Shareholder Relations at 1-800-38-ATMOS (382-8667).

CONTACTS

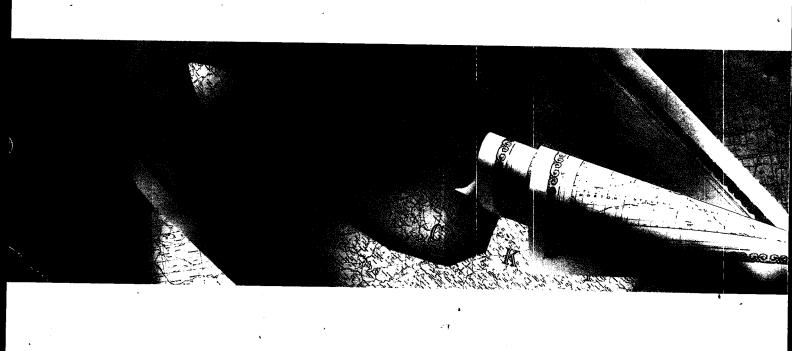
Shareholder, Dividend, Dividend Reinvestment and Stock Purchase Plan Information: Michele Barnes 1-800-38-ATMOS

Financial Information for Securities Analysts and Investment Managers: Jack Eversull (214) 788-3729

General Information: Margaret Watson (214) 450-4050



Atmos Energy Corporation P.O. Box 650205 Dallas, Texas 75265-0205 (214) 934-9227



Western Kentucky Gas Company Case No. 99-070 Forecasted Test Period Filing Requirements FR10(9)(m)

Description of Filing Requirement:

The current chart of accounts if more detailed than the Uniform System of Accounts chart prescribed by the commission.

Response:

The requested documents are enclosed. Please refer to the testimony of Mr. Donald Burman.

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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ACCOUNT			DATE	. COA349 03/02/9
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1115 1115 6 1115 6 0010 1115 6 0020	* UTIL PLNT ACQ ADJ + ND NARUC NAME ON FILE - FRANKLIN ACQUISITION - GREAT RIVER ACQUISITION		00	00
1140 1140 0 1140 0 0000 1140 0 0020 1140 0 0030	* UTIL PLNT ACO ADJ + UTIL PLNT ACO ADJ - ACQUISTION ADJUSTMENT - ACQUISTION ADJ - WINN - ACQUISTION ADJ-LONG GAS - ACQUISTION ADJ-OCEANA		0000	0000
1150 1150 6 0000 1150 6 0000 1150 6 0010 1150 6 0030	* UTIL PLNT-AMORT ACQ ADJ + UTIL PLNT-AMORT ACQ ADJ - AMORT-ACQUISTION ADJ - AMORT-ACQUISTION ADJ-WINN - AMORT-ACQUISTION ADJ-LONG - AMORT-ACQUISTION ADJ-LONG		0000	0000
1170 1170 0 1170 0 0000	* GAS STORED UNDERGROUND + NONCURRENT - N.C. STORAGE GAS.	1	o	a
1210 1210 0 1210 0 0000 213767656	* OTHER PROP-NON-UTIL PROP- + MISC NON-UTILITY PROPERTY - NONUTILITY PROP SS#	-	0	0

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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CLASS GROUP NS CD STATUS		1 0 0		,																																		1 1 0 0	
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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CLASS GROUP NS CD STATUS DESCRIPTION ACCOUNT
NARUC X ELMT DETAIL

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* CURRENT ASSETS-CASH

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PAGE: 9 REF: COA349 DATE: 03/02/99. STATUS doodood 0000000000000 odoodoodo a 0 NS CD 000000 000000000000 00000000 o 0 GROUP ത്തതത്തത്ത **77.77** ო CLASS DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING * CUR ASSET-DTH SPEC DEPOSIT - OTH SPECIAL DEPOSIT - BANK ONE - AULT - KERSEY. STATE BK DEP-KERSY - FLATE BK DEP-KERSY - TATE BK DEP-KERSY - TATE BK AND STATE BK DEP - 1ST STATE BK BEDEP - 1ST STATE BK BEDEP - 1ST STATE BK BEDEP - SESTO BUTTE-FRANCH ESCRW AC COTIONWD NAL BK-SIRNG CIY - CRESTD BUTTE-FRANCH ESCRW - MNT CRESTD BUTTE-FRANCH ESCRW - THIBODAUX OFFICE - THIBODAUX AREA RECLIFIERS - NEW IBERIA WATER - TOWN OF HOPKINSVILLE - GRNNILLE MUHLENBERG WATER - OCEANA HGHTS-UTIL & SEC. CUR ASSET-WORKING FUNDS CUR ASSET-PETTY CASH PETTY CASH - BY DIV & TWN CUR ASSET-OTH SPEC DEPOSI NO NARUC NAME ON FILE OTHER SPECIAL DEPOSITS CUR ASSET-TEMP CASH INVES * CURRENT ASSETS-CASH
+ UCG OPERATING FUNDS
- CASH-OPERATING FUNDS
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- CASH BANK MIDWEST
- CASH UCG PRESIDENT DESCRIPTION ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY. CODE: A DETAIL ACCOUNT ELMT 0001 0002 0003 0005 0005 0005 0112 0112 0122 0122 0124 0202 0203 0203 0205 0602 0603 0604 0605 0606 0620 0637 0683 0 0001 000 NARUC X 00000 000 0000000000000000000000 1313 1313 1313 1313 1313 1313 1313 1350 1350 1350 1341 1341 341 1351

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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C E E E E E E E E E			DAT	F: 03/03/
* CUR ASSET-MATINE STEELSTOOM	ACCOUNT	•		
CUR ASSET-NOTES RECEIVABLE	X ELMT DETAIL	ESCRIPTI	SS GROUP NS	STATUS
Composition		1		
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OCCUPATION OCC		- GIVERNY GARDENS)
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O COCO 0705182 - KINGS POINTE DEVELOPMENT - KINGS POINTE DEVELOPMENT - AUSTIN VILLAGE PHASE 4 - 1 4 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		- SUMMERSET PLACE		.
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAGO2 COMPANY CODE: A

ATMOS ENERGY CORPORATION REPORT: MAGO2CQMPANY...CODE...A

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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NADIO X FLMT DETAIL	NOTITALIZA	CO SN GILDAD	STATUS
	1 1		
	* CUR ASSET-NOTES RECEIVABL		
10 0	+ CUR ASSET-MAIN EXTENSION	•	•
	- ACADIAN DIACE ESTATES		20
10000	- ST CLAIR V SUBDIVISION		0
	- JEAN CLAIR SUBDIVISION	1 4	o
10 0 0000	- JUDICE ESTATES		0
10 0 0000	- TWIN PINES MOBILE HOME		0
10 0000	- BRUNSWICK PLACE		a
	- LEIKIOMPHE IKACI H		00
	- COPPERETEIN SOUTH		00
0000	- WOODLAKE SUBDIVISION		0
10 0000	- BEAULLIEU PLACE SUBD PH 3		0
0000 0	- B.F. MILLER EXT		a
10 0 0000	- HACKBERRY PLACE		0
10.0000	- E. BAYOU OAKS		0
0000 0 01	- JOYCE LANE		a
10 0 0000	- AMY ESTATES		0
10 0 0000	- KINGSPOINTE PHASE 2		0
10 0 0000	- SUMMERFIELD PHASE II		a
10 0 0000	- AUSTIN VILLAGE PHASE 6		0
10000	- FERNEWOOD SUB PHASE XII		00
	- SMARR RIMER SMECTALAIMIN		20
	- DIVED DANCH) C
	- BRADFORD PLACE		0
10 0000	- RIVER RANCH PHASE III		0
10 0 0000	- RIVER RANCH PHASE IV		0
10 0 0000	- COPPERFIELD PHASE II		a
10 0 0000	- HIDEAWAY ACRES #2 EXT.		0
1420	* CUR ASSET-CUSTOMER A/R		
1420 1	+ CUR ASSET-GAS LEDGER		
+	- UNBILLED REYENUE		o
1 0101	- CORRECTING ACCT ADJ		
1 0101	- CORR ACCT/NW CD PGA		0
1 0101	- CORR. AC/KAW VAL PGA-T-0-P		o
1420 1 0101 010	- CORR ACCT / ACTUAL	4.	0 (
10101	- CORR AC/CANE PGA-CALDWELL		0 (
נטנט ו	CORK ACCI / UNBILL		a c
	- EAST KS PGA-COMM 1-0-F		.
200	- CORRECTING ACCT-TIEM O		o c
+	- MECHANIZED RILLING		20
)

1430 + CUR ASSET-OTHER A/R 1430 + CUR ASSET-OTHER A/R 1430 + CUR ASSET-OTHER A/R 1430 10002 + CUR ASSET-OTHER A/R 1430 10003 + CURSAN OUTAGE 1430 10005 + CURSAN OUTAGE 1430 10005 + CUREKA OUTAGE 1430 10005 + CUREKA OUTAGE 1430 10006 + ATST CHARGES/WDDWARD MKT 1440 0 0 0 0 0 0 0 0 0		- UCEANA HEIGHTS - MISC	1 4 0 0	0	0	
1 0001 1 0003 1 0003 1 0005 1 0005 1 0006 1 0008	1430	* CUR ASSET-OTHER A/R				
1430 1 0002		+ CUR ASSET-OTHER A/R-MISC				
1430 10003 FORSAN DUTAGE 1 4 0 0 0 1 4 0 0 0 1 4 0 0 0 1 4 0 0 0 0 0 1 4 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		CENTANTON COLUMN	14	o	0	
1430		- FORSAN OLITAGE CUT	4	0	0	
- EUREKA DUTAGE 1 4 6 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	1430	- CORTEZ DUTAGE		0	0	
- VIRDEN, IL DAMAGE 1 0007 - VIRDEN, IL DAMAGE 1 4 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		- EUREKA OUTAGE	1 4	00	00	ſ
1430 1 0008 - Alexies/Wuddward MKT 1 4 0 0 0 1 1 4 0 0 0 0 0 0 0 0 0 0 0 0	1430	- VIRDEN, IL DAMAGE	-	0	oc	••••
1430 1 0009 - DDESSA-KN ODORIZATION 1 4 0 0	:	- A.L. CHARGES/WOODWARD MKT	14	o	0	
		- ODESSA-KN ODORIZATION		0	0	
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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NARUC X ELMI	IT DETAIL	DESCRIPTION	CLASS GR	GROUP NS CD	STATUS
30 30		* CUR ASSET-OTHER A/R + CUR ASSET-OTHER A/R-MISC			
1 001	Ö	- LAMESA - KN LEAK SURVEY		9 0	ac
88	- 0	- FLPASU/DENVER CILT RELITE - FRANKLIN IN DUITAGE			0
1 032	N O	- LOCAL GAS PURCHASES	Ţ		a
1 032	_	- CLYDE PLT EXTRACTION-KOCH	-		00
1 0390	·	- MISC CLEARED CURRENTLY			00
200		- CNG-PIRITO FILL STATION			0
5 5		- CNG-PURITC FILL STATION	· •		0
0	100 000 000	- CNG-PUBLIC FILL STATION	-		a
1 041		- MIDWESTERN/EQUITABLE CASH	-		0
1 041	2	- WESTAR-HEREFORD/ODOR	 ·		0
1.041	C	- AMA/WESTAR LINE CUT			αď
40	4	- EL PASO BLOWDOWN-SEMINOLE			0
041	വ	FINACO ANDERS - VICTOR - A A A A A A A A A A A A A A A A A A	- +		0
1 041	σĪ	CLEADU/ULEDSA LUX 1/2/20	+		2 (
041		GGC-NESS CITY DOLAGE	- •		00
200		- CILY OF DOMAS COLAGE			oc
7	, in the second	- MECTAD EDITCH OVDODECCIDE	T		c
25	2.5	WELL TINE CITY OF THE STREET	•		0
240		- METER SALVAGE RECEIVABLE	•		a
1 042	e.	- KN - TAHOKA OUTAGE	-		0
1 042	4	- PLATTEVILLE OUTAGE	-		0
1.042	5	- GGC AUTO SALVAGE A/R			αí
1 042	9	- WINNFIELD OUTAGE	•		00
1 042	L	- THIBODAUX OUTAGE			0
1 042	200	- A. C. BUD. COMPANI			c
2,5		TIV BULL CIBELLO TONIO	- 4-		c
2 2		- KN - PLAINVIEW LINECUT			o
1 043	22	- COASTAL/ODESSA LINE CUT	-		0
1 043	33	- KN - BIG SPRING OVR/ODOR	-		0
1.043	34	- GREELEY OUTAGE	•		a
1 043	స్త	- KN - ODORIZATION INCIDENT	, .		0
104	36	- BREAUX BRIDGE OUTAGE	 •		00
1.054	11	- MINC DOD TEEN			c
	90	+ OTHER A/R - EMPLOYEE	•)
0	10 254279233	- EMPLOYEE ADVANCES	-		a
S	1	- EMPLOYEE ADVANCES	-		0
0.0	1 01334	- EMPLOYEE ADVANCES	-		0
:	15174	- EMPLOYEE ADVANCES	j		a
2 054	. .	- EMPLOYEE ADVANCES		4 4 O C	oc
N	20/20	- EMPLOTEE ADVANCES	_		•

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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	DESCRIPTION	<u> </u>	- EMPLOYEE ADVANCES - EMPLOYEE ADVANCES	щщ	щü	iшı	шш	EMPLOYE	щц	'n,				ADVANCES		E ADVANCE ADVANCES		- EMPLOYEE ADVANCES	Ē	ADVANCES	ADVANC	EMPLOYEE ADVANCES	ADVANCES	•	E ADVANCE	LOYEE	DYEE ADVANCES	DYEE ADVANCE	- EMPLOYEE ADVANCES	PLOYEE ADVAN	OYEE AD	E ADVANCE	EMPLOYEE ADVANCE	MPLOYEE ADVAN	
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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2 0541	3867670	E ADVANCE	•	4	0	
2 0541	3887533	щ	-	4	0	
2 0541	4587446	E ADVANCE	-	4	0	
2 0541	4608241	E ADVANCE	Ţ	4	a	
2 0541	4703870	E ADVANCE	•	4	0	
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2 0541	5649728	ų	- •	, 4	> <	
2 0541	5685303	E ADVANCE	_	4	x C	
2 0541	5842936	E ADVANCE	-	4	· C	
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2 0541	5867731	ш	-	4	0	
2 0541	5981544	E ADVANCE	-	4	0	
2 0541	6589092	Į.	1		a	
2 0541	6727173	ш	•		0	
2 0541	6747355	ا بيا	-		0	
2 0541	684 /80 /	1			Q	
2 0541	6865123	ш	-		0	
2 0541	6944889	m i	** ·		0	
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2 0541	9374632	YEE ADVANCE	-		O	
2 0541	9940188	ΥE	-		0	
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7400	0000cc	- FMDIOVER ADVANCED	•	•	•	

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444	ANCE	000
444	- EMPLOYEE ADVANCES - EMPLOYEE ADVANCES	000
444	- EMPLOYEE ADVANCES - EMPLOYEE ADVANCES - EMPLOYEE ADVANCES	000
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444	- EMPLOYEE ADVANCES - EMPLOYEE ADVANCES - FMPLOYEE ADVANCES	000
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444	DVANCES DVANCES	000
444	- EMPLOYEE EXPENSES - EMPLOYEE EXPENSES - EMPLOYEE ADVANCES - EMPLOYEE ADVANCES	000
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444	ADVANCE DVANCES	
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4.4	EMPLOYEE A - EMPLOYEE	

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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	CLASS GROUP NS CD STATUS			0 0 1	0		0													o	0			0) (0		o	0	O		> C	0	0	o c	0					
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 21 REF: COA349 DATE: 03/02/99

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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ATMOS ENERGY CORPORATION REPORT: MACO2 COMPANY CODE: A

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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ESCRI ET-01 ERT-01	Color Colo	* CUR ASSET OTHER A/R * CUR ASSET OTHER B/R * CUR ASSET OTHER B/R * CUR ASSET CHARASPORT * CUR ASSET CHARASP	CUR A SSET OTHER A/R ROLD MOVES/CAP CUR A SSET OTHER A/R A/R A/R A/R A/R A/R A/R A/R A/R A/			Y EU
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- PLNT M&S-GENERAL
- PLNT M&S-MERCH ON DISPLAY
+ CUR ASSET-DIHER
- PC INVENTORY CUR ASSET-A/R-ASSOC COMPA CURRENT ASSETS-UPIN UPIN-CORPORAIE ALLOCATION STORES-COMP VEHICLE USAGE
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STORES-EQUIP SUPPL & TDOL
STORES-EQUIP SUPPL & TDOL
STORES-BLDG LEASE/RENT
STORES-BUILDING SERVICE
STORES-JANITOR SERVICE
STORES-OTHER MAINT EXP
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C & M WAREHOUSE CURRENT ASSETS-FUEL STOCK CURRENT ASSETS-FUEL STOCK PROPANE * CUR ASSET-STORES EXPENSE + CUR ASSET-STORES EXPENSE - STORES-LABOR - EXEMPT - STORES-LABOR - OPERATING - STORES-RENEFIT LOAD - STORES-MAT'L & SUPP CURRENT ASSETS-MERCHANDIS CURRENT ASSETS-MERCHANDIS MERCHANDISE * NO NARUC NAME ON FILE + NO NARUC NAME ON FILE DESCRIPTION * + 1 * + 1 1 1 + ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A X ELMT DETAIL 450279341 ACCOUNT 4 0901 010 0100 0160 0100 1121 1131 1290 2001 2001 2001 3002 4202 4202 4203 4581 4581 4589 4589 4589 4589 4589 65010 0 0000 8 00 00 O NARUC 00 0000000000000000 1461 1461 1461 1510 1510 1510 1540 1540 1540 1540 1540 1550 1550 1550 1551 1551 1551

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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	CLASS GROUP NS CD STATUS	c	000	000	000	00000	00000	00000	111111 199999	200000	0000 0	
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ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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STATUS a NS CD 0 GROUP CLASS * CUR ASSET-PREPAYMENTS + CUR ASSET-PREPAYMENTS/OTH - TENN ALLIANCE PREPAID GAS. DESCRIPTION NARUC X ELMT DETAIL ACCOUNT 1660 1660 7 1660 7 0505

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PAGE: 39 REF: COA349	MA.L.L. Mad.M.K 33	CLASS GROUP NS CD STATUS		c	0 0 0	၁၀	0	00	0	00	0	00	o	၁၀	00	οo	c	oa	00	o	00	1 9 0 0	0	W:		00	o	00	00	00	1 9 0 0	o .		
DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING		DESCRIPTION	* DEF DEBIT-CLEARING ACCT + DEF DEBIT-CLDG/METED EVEN	BUILDING SERVICES	- JANITOR SERVICE - PEST CONTROL	- UIILITIES	- POSTAGE/DELIVERY SFRVICES	MEALS & ENTERTAINMENT	- LODGING	- CLUB DUES - NONDEDUCTIBLE	- MISC EMPLOYEE EXPENSE - SEMINARS/CONFR	- CONTRACT LABOR	- TELEPHONE & PAGERS	- CREDITS - D&M	- CREDITS - CAPTIALIZED	OFF DEBIT-CLBC/ METER /22	LABOR - EXEMPT	- LABOR - OPERATING - BENETT LOAD	- MATERIAL & SUPPLIES	- MISC EMPLOYEE EXPENSES	- CONTRACT LABOR - Allocations in - Common	- INSTALL COST CR - CAPITAL - REIMBURSEMENTS	0 10 10 10 10 10 10 10 10 10 10 10 10 10	* DEF DEBIT-CLRG ACCT/VEHICLE SYSTEM	LABOR - EXEMPT		MATERIALS & SUPPLIES	:	- FUEL - REGULAR	- OIL & FILTERS	- TIRES & TUBES - TRANSMISSION REPAIR			
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

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- SOFTWARE MAINTENANCE
- SUPTLIAN SOFTWARE
- EQUIPMENT MAINTENANCE
- FURNITURE REPAIR & MAINT
- UTILITIES
- OFFICE SUPPLIES
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- MEALS & ENTERTAINMENT
- TRANSPORTATION
- LODGING
- MEDGEN & MANUALS
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- BENEFIT LOAD
- LABOR - EXEMPT
- LABOR - EXEMPT DEF DR-CLRG ACCT/I.S.
DEF DR-CLRG/INFORMATION SERV DEPT
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LABOR - OPERATING
BENEFIT LOAD FORMS STATIONARY DESCRIPTION ELMT DETAIL ACCOUNT 1121 1131 1290 5010 5314 NARUC X

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING		DESCRIPTION	* DEFERRED DEBITS-MISC + OTHER MISC DEFERRED DEBIT	OCEANA HEIGH	TRAINING - E	Α×	DEF ND - DAV	DEF DR - PAYROLL CLEARI	DEF DR	DEF DR - PAYROLL CLEARI DFF DR - PAYROLL CLEARI	DEF DR - PAYROLL CLEARI	F DR - PAYROLL CLEARI	DEF - DR PAYROLL CLE	DEFERRED DR - PAYROL	DEF DR - PAYROLL CLE	- DEF DR - PAYROLL CLEARING - DFF DR - PAYROLI CLEARING		- DEF DR - PAYROLL CLEARING	AEL UN - FAIRULL CL	- DEF DR - PAYROLL CLEARING		DEF DR - PAYROLL (F DR - PAYROLL (DEF DR - PAYROLL (- DEF DR - PAYROLL CLEARING - DEF DP - DAVBOLL CLEADING		DEF DR - PAYROLL CLE	EF DR - PAYROLL CLE	DEF DR - PAYROLL CLE	DEF DR - PAYROLL CLE	DEF DR - PAYROLL CLEA	- DEF DR - PAYROLL CLEARING - DEF DD - DAVBOLL CLEADING	DEF DR - PAYROLL CLEA					
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING		DESCRIPTION	* DEFERRED DEBITS-MISC + OTHER MISC DEFERRED DEBIT - DEF DR - PAVROIL CLEADING	DEF DR - PAYROLL	DEF DR - PAYROLL DEF DR - PAYROLL	1 1 1	- DEF DR - PAYROLL CLEARING		- - DEF DR - PAYROLL CLEARING - DEF DR - PAYROLL CLEARING	DR - PAYROLL	- - DEF DR - PAYROLL CLEARING	- - DEF DR - PAYROLL CLEARING	- IOOAVVO - QO	- DEF DR - PAYROLL CLEARING - DEF DR - PAYROLL CLEARING - DEF DP - DAYROLI CLEARING	DR - PAYROLL DR - PAYROLL	DEF DR - PAYROLL	- DEF DR - PAYROLL CLEARING - -	- DEF DR - PAYROLL CLEARING	
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NARUC X ELMT DETAIL

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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7 0220 7 0220 7 0220	- DEF DR - PAYROLL CLEARING - DEF DP - DAYPOLL CLEADING	000	
7 0220 7 0220 7 0220	DR - PAYROLL	000	
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7 0220 7 0220 7 0220	- DEF DR - PAYROLL CLEARING -	000	
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PAGE: 55 REF: COA349 DATE: 03/02/99. STATUS NS CD 900909090909090909090909090909090909 SS GROUP CLASS RED DEBIT CLEARING - DR-PAYROLL CLEARING DR.--PAYROLL CLEARING DR - PAYROLL CLEARING DR - PAYROLL CLEARING DEFERRED DEBITS-MISC
OTHER MISC DEFERRED DE
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STATUS 8 ¦ SN GROUP CLASS * DEFERRED DEBITS-MISC
+ OTHER MISC DEFERRED DEBIT
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- DEF DR - PAYROLL CLEARING
- EMPLOYEE ADVANCES
- DEF DR - PAYROLL CLEARING
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ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING		DESCRIPTION	* DEFERRED DEBITS-MISC + OTHER MISC DEFERRED DEBIT	- RESIRICI STOCK GRNT PLN 7	- RESIRICI SIUCK GRNT PLN 8 - RESTRICT STOCK GRNT PLN 9	- RESTRICT STOCK GRNT PLN10	- RESTRICT STOCK GRNT PLN11 - RESTROT ST PLN 19 CORRECT	- RESTRICT STOCK GRNT PLN13	- RESTRICT STK GRNT PLN14 - STOCK GRNT PLN 1-98	STOCK GRNT PLN 1-98	- STOCK GRNT PLN 1-99	- SIUCK GRNI PLN 2-99 - TEXAS GAS INVENTORY CHROS	- WEST TEXAS RATE CASE	- CO RATE CASE - PHASE II	- UCG KS TRANSITION COST	- UCG KS RES & COMM TOP	- UCG KS INDUSTRIAL TOP	- UCG KS CAPACITY REL REV	- DEFD RATE CASE -CO (1993)	- DEFD RATE CASE -KS (1993)	DEFRO T-0-P-KAW VALTERMS	- DEFRO I-O-P-CTRL KS-FIRM	- DEFRU 1-0-P-ANE - FIRM - DEFRU 1-0-P-CALOWELL-FIRM	- DEFRO T-O-P- E. KS - FIRM	- DEFRD T-O-P -WILLIAMS	- ING CONSEDVATION DOOD	- UCG CONSERV PROG IOWA	- DIST TPNW - ATMOS	- BATCH BALANCE - ATMUS	- DIST TPNW - ENERGAS	- DIST RELOCATION - ENERGAS	- DIST IPNW - UCG	- DIST RELOCATION - UCG	- BATCH BALANCE - UCG - DIST TONW - TDANS IA	- DIST RELOCATION - TRANSLA	- BATCH BALANCE - TRANS LA		
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LIS

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING	-	DESCRIPTION	* CURRENT LIABILITIES-A/P + CUR LIAB-A/P GAS PURCHASE	ELINE	ANCE - LA	- TRANSCO MARKETING CO	NC GAS	- BALCRON OIL COMPANY	COLO. NAT.	Y RESOURCE	K N GAS SUPPLY S		ATURAL GAS	- KIMBALL ENERGY CORP.	TURAL G		OIL8	NS SERVICE	ERVIC	- KN ENERGY - NODTHWEST DIDELING CODD	INE CORPORATI	AS SERVICES	A S COMPANY	TRANSM.	- MUKAMA KAS IKANSM CURP - PENNUNION ENFRGY SFRVICES	PURCHASES	- PARKEK & PAKSLEY - ANADARKO PETROI FLIM	PETROLEUM	- CNG ENERGY SERVICES - MG NATURAL GAS CORP	ENERGY SERVI	O.	SUPPLIEK IMBALA SED	NATURAL GAS CORP	- WILLIAMS ENERGY SERVICES - CHARLES WILSON		
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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216	- AUJILA ENERGY - TRANS CANADA ENERGY MKT	00
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20	- ANADARKO ENERGY SER CO - BENSON MINERAL GROUP	2 0
2.1 2.2	- BOOM CORPORATION	20
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33 34	- BARRETT RESOURCES CROP - MIDWESTERN GAS IDANSMISS	000
o c	- KANSAS SEVERENCE TAX	2 0
04	- 232400900040000000XXXX - GGC-MISC GAS PURCHASES	100
05 001	- EXCHANGE GAS-CIG(KENDALL)	2 00
05 003 05 003	- EXCH GAS-PEOPLS-CLYDE FLD	000
05 005 05 005	- EXCHANGE GAS - CIG/CANON	2 00
05 007 05 007	- EXCHANGE GAS - KPL - EXCHANGE GAS - NW DIDELINE	01
05 008	- EXCHANGE GAS - WILLIAMS	2 0 0
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05 012	- EXCH GAS-WEST GAS@CNT! CO	25
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ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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ACCOUNT

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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STATUS NS CD GROUP CLASS * CUR LIAB-TAXES ACCRUED

- KS USE TAX - KANSAN DIV

- KS USE TAX - VIRDEN

- IL USE TAX - ST ELMO

- KY CNG MG USE TAX - MANDALIA

- IL USE TAX - METROPOLIS

- IL USE TAX - METROPOLIS

- IL USE TAX - METROPOLIS

- IN USE TAX - METROPOLIS

- TN USE TAX - MARVILLE

- TN USE TAX - MORRISTOWN

- TN USE TAX - MORRISTOWN

- TN USE TAX - MORRISTOWN

- TN USE TAX - GALUMBUS

- KS USE TAX - GALUMBUS

- KS USE TAX - GALUMBUS

- KS USE TAX - ABINGDON

- VA USE TAX - ABINGDON

- VA USE TAX - MARIGN

- VA USE TAX - MARIGN

- VA USE TAX - MERIVILLE

- VA USE TAX - MARIGN

- VA USE TAX - MARI IL-SALES/USE TAX-SALEM DESCRIPTION DETAIL NARUC X ELMT

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

REF: CDA349

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DESCRIPTION	* CUR LIAB-TAXES ACCRUED + CUR LIAB-TAXES ACCRUED-LI - IL-SALES/USE TAX-HARRISBG	TX GAS TRANSPORTATION ILL ENERGY ASSIST TAX	49E	STATE INCOME TAX	-INTEREST A	INTERE		SERIES A - 1995	- SERIES N	:	- SERIES R	:	TF 9 7	J/H SR NOT	VAR ANN LIFE INS (9.	VAR ANN LIFE INS(7	LIFE (8.2/)	NATBK OF TEX (6.09	F.M. BONDS-9.4% -	UCG - SERIES N	SERIES P -	UCG - SERIES R	SERIFS II	UCG - SERIES V	UCG - MTN 95-	UCG - MTN	ACCR-DEB. (6.75%)	NOTE DAVABLE	MISC
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ACCOUNT	DETAIL	2370	370 2	370 2	370 2	370 2	270	370	370 2	370 2	370 2	370 2	370	370 4	370 4	370	370 4	370 5	370 5	370	ر د ۲۰	2380 2380 0	2380 0 0000		9	410 2 01	410 2 01	410 2 01	4 10 2 01	2410 2 0140	410 2 01	410 2 01	410 2 01	410 2 01	2 01	10 2 01	410 2 01	410 2 01	

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+ CUR LIAB-TAX COLL PAYABLE
- EMP KS SIT-PYMT
- EMP IN SIT-PYMT
- EMP OA SIT-PYMT
- EMP OA SIT-PYMT
- EMP AS SIT-PYMT
- EMP AS SIT-PYMT
- EMP IN SIT-PYMT
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- EMP IN SIT-PYMT
- EMP IN SIT-PYMT
- EMP OA SIT-PYMT
- EMP NO SIT-PYMT
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- EMP OH SIT-PAYMENT
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TEM PAGE: 87 LISTING REF: CDA349 DATE: 03/02/		CLASS GROUP NS CD STATUS	SNG		Y 2 2 0	/cr 2 2 0	CT 2 2 0	2 2 0	2 2 0	22	200	2 2 0	00	2	700) C	2 0	0	2 2 0 0	000	2 2 0	00) C	2 0	ACC 2 2 0 0	ACCRU	LLE AVMENT 2 7 0 0) 1	$\frac{2}{5}$	2 7 0	2 7 0	H 200	7 0	: WH 22 7 0 0 0	7
DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LI		DESCRIPTION	LIAB-TAX COLLE	+ CUR LIAB-TAX COLLECTIONS - LA C/P-LAF/LAFAYETTE CITY	LA C/P-SABINE/MANY	- LA C/P-NATCHITOCHES PR/	LA C/P-OUACHITA/MONROE	LA C/P-RAPIDES	C/P TE	KY SIAIE S	OCCUPATNL	- IOWA SALES TAX	ACTOB	- ASTOD FDANCHISE TAX	IL ASST CHG	GROSS	CONSUMER TAX	_	- LENNESSEE SALES LAA - MISSOURI SALES TAX	KANSAS SALES TAX	IOWA SALES TAX	SOUTH CAROLINA SALES T	- VIRGINIA SALES TAX	NORTH CAROLINA SALES	- ICC SUP FEE - ILL ENERGY ASSIST TAX ACC	CUR LIAB-MISC CUR &	+ NO NAKUC NAME UN FILE - ACCR LIAB BID ADV PAYM	CUR LIAB-CAP LEASE	SEPERATION/INTERGRAT	ACCRUED LIAB	- REIMBURSEMENT ACCOUNT	- ACCRUED LIAB EMP BONDS	ACCR LIAB CRED UNION	ACCRUED LIAB UNION DL	- ACCR LIAB 401K
ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A	,	DETAIL	Ö	10 4 10 4 0450 271	4 0450		4 0450	4 0450	4 0450	1 4	4	4.	4 4	4	4	4	4	4 <	4	4	4	4 4	4	4			0 0050	7			-		-	2420 t 0220	-

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DESCRIPTION		* CUR LIAB-MISC CUR & ACCRU	LICE BUDGET BILLIN & 2	XCHANGE GAS @ 3/3	UCG P/L REFUN	- SUPP PENSION - UCG	EMP PENSIONS - UCG	EMP PENSION F	- FAS TOR/OPER CLAIMS INCID	FAS 106/OPER PREMS R	FAS 106/OPEB PREMS I	OSTS	FAS 106/0PEB	WORKMEN'S COMP	OFFICERS DFRD COMP	POST RET	CID 1 TAB-BIDCHAS	CAPACITY PELEASI	GAS PURCHASES -	STG INV-TX GAS BORROWING	UPFI EXCHANGE	- UPFI EXCHANGE #2			UNITED CITIES T	TAX PAYMENTS	CUST REL -	L GA	- UCG-ENVIKUNMANIAL - UCG-SAR'S	INC TAX PAY FUTURE RATE	UCG B/S CLEAN UP RESER	AB COM & I	TOILO-OD JEE	TOIL 00 1101	בול מולי	CUST ADV ON	CUST ADV ON		CUST ADV ON	CUST ADV ON	CUST ADV ON
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ACCOUNT				
NARUC X ELMT DETAIL	DESCRIPTION	CLASS	GROUP NS	CD STATUS
2520	CR-CUST ADVANCES F			
2520 1 0000 0300529	DEF CR-CUST ADVANCES	c		
1 0000	CUST ADV ON CONSTR-CO.	7		
2520 1 0000 0300536 2520 1 0000 0300545	ADV ON CONSTR-CO.	00	00	00
1 0000	CUST ADV ON CONSTR-CO	200		
0000	CUST ADV ON CONSTR-CO.	10		
	CUST ADV ON CONSTR-CO.	2		
38	CUST ADV ON CONSIR-CO.	0.0		
	CUST ADV ON CONSIR-CO.	71 6		
1 0000	CUST ADV ON CONSTR-CO	2		
1 0000	CUST ADV ON CONSTR-CO.	1 6		
1 0000	CUST ADV ON CONSTR-CO.	2		
0000	CUST ADV ON CONSTR-CO.	7		
	CUST ADV ON CONSTR-CO.	7		
	CUST ADV ON CONSTR-CO.	2		
38	CUST ADV ON CONSTR-CO.	8		
	CUST ADV ON CONSTR-CO.	01 C		
1 0000	CUST ADV ON CONSTRUCTO	70		
1 0000	CUST ADV ON CONSTR-CO.	10		
1 0000	CUST ADV ON CONSTR-CO.	2		
0000	CUST ADV ON CONSTR-CD.	2		
	CUST ADV ON CONSTR-CO.	7		
	CUST ADV UN CONSIR-CO.	2		
	CUST ADV ON CONSTR-CO.	710		
	CUST ADV ON CONSTR-CO.	N C		
1 0000	CUST ADV ON CONSTR-CO.	2		
- 000	CUST ADV ON CONSTR-CO.			
1 0000	CUST ADV ON CONSTR-CO.	2		
0000	CUST ADV ON CONSTR-CO.	7		
	CUST ADV ON CONSTR-CO.	6		
36	CUST ADV UN CONSTR-CO.	2		
38	CUST ADV UN CONSTR-CO.	8		
	CUST ADV UN CUNSTR-CO.	0.0		
1	CLOT ADV ON CONCIDENCE.	7.0		
	ADV ON CONSIR-CO.	N C		
	CUST ADV ON CONSTRICTS.	N (
0000	CIST ADV ON CONSTB-CO	7		
0000	CIST ADV ON CONSTR-CO.	ν c		
1 0000	CUST ADV ON CONSTR-CO	40		
1 0000	CUST ADV ON CONSTR-CO.	2		
5	ADV ON CONSTB-CO	•		

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NARUC X ELMT DETAIL			
	DESCRIPTION	CLASS GROUP	P NS CD STA
	1 1 1 1 1 1		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
2520	* DEF CR-CUST ADVANCES FOR		
	DEF CR-CUST ADVANCES		
	CLOTATON ON CONSTRUCT		
88	C-SIST ADV ON CONSTRUCTOR		
000	CUST ADV ON CONSTR-C		
- 0000	CUST ADV ON CONSTR-C		
0000	CUST ADV ON CONSTR-CI		
1 0000	CUST ADV ON CONSTR-C		
0000	CUST ADV ON CONSTR-C		
- •	ADV ON CONSIR-C	n 0	00
	CICL ADV ON CONSTB-C		
88	C-ST ADV ON CONSTR-C		
	CLIST ADV ON CONSTR-		
1 0000	CUST ADV ON CONSTR-C		
0000	CUST ADV ON CONSTR-C		
1 0000	CUST ADV ON CONSTR-C		
10000	CUST ADV ON CONSTR-C		
1 0000	CUST ADV. ON CONSTRU		
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1 0000	CUST ADV ON CONSTR C		
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1.000	CUST ADV ON CONSTR-C		
-	CUST ADV ON CONSTR-C		
000	CUST ADV ON CONSTR-C		
1 0000	CUST ADV ON CONSTR-C		
1000	CUST ADV ON CONSTR-C		
200	COST ADV ON CONSTR-C		
2000	CONSTR. AUVAC		
200	CONST ADVANCE		
0000	CUST ADV ON		
200	CHERGAS MEC. S. R. ALC. S.		
200	CUST ADV UN CONSTRACO.		
36	CUSI ADV UN CUNSIR-CU.		
2000	CUST ADV UN CUNSTRACU.		
	COST ADV ON CONSTRICT.		
	CUST ADV ON CONSTRUCT.		
38	TOTAL ADV. ON CONCINCTO		
38	CUST ADV ON CONSTRUCT.		
26	CUST ADV UN CONSTR-CO.		
	CUST ADV ON CONSIRECT		
38	CUST ADV UN CUNSIR-CU.		
0000	CUST ADV ON CONSTR-CO.		
1 0000	CUST ADV ON CONSTR-CO.		
000	CUST ADV ON CONSTR-CO.		
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ETAIL	DESCRIPTION	V	J SIN	
1 +			22 22 1	21A1U3
	* DEF CR-CUST ADVANCES FOR			
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1235	ADV ON CONSTR-CO		0	oc
1240	CUST ADV ON CONSTR-CO		0	0
244	CUST ADV ON CONSTR-CO		o	αí
1245	ADV ON CONSTR-CO	n 01	oc	o c
1247	ADV ON CONSTR-CO		o	c
1248	ADV ON CONSTR-CO		0	0
1250	ADV ON CONSTR-CO		0	0
1251	CUST ADV ON CONSTB-CO		o	a i
1252	CUST ADV ON CONSTR-CO		0	0
1253	ADV ON CONSTR-CO		00)
1254	CUST ADV ON CONSTR-CO		20	20
71255	CUST ADV ON CONSTR-CO		00	
11256	CUST ADV ON CONSTR-CO		c	o c
01257	CUST ADV ON CONSTR-CO.		c	c
01208	ADV ON CONSTR-CO.		0	0
01262	CUST ADV DIN CONSTRUCTO		o	O
01263	ADV ON CONSTR-CO.		00	0
01264	CUST ADY ON CONSTR-CO		> C	.
0501266	ADV ON CONSTR-CO.		0	0
01250	CUST ADV ON CONSTR-CO.		0	0
01271	ADV ON CONSTR-CO		a i	a
01273	ADV ON CONSTR-CO		0 0	00
01274	ADV ON CONSTR-CO.		.	> C
01275	CUST ADV ON CONSTR-CD.		o	c
01276	ADV ON CONSTR-CO.		0	0
01279	CHET ADV ON CONSTR-CO.		o ·	a
01280	CUST ADV ON CONSTR-CO.		0	0
01282	CUST ADV ON CONSTR-CO		> (၁
01285	ADV ON CONSTR-CO		00	ac
01286	CUST ADV ON CONSTR-CO.		00	.
01287	CUST ADV ON CONSTR-CO.) C	00
01288	CUST ADV ON CONSTR-CO.		C) C
01291	CUST ADV ON CONSTR-CO.		0	c
11292	CUST ADV ON CONSTR-CO.		o	oc
71284	CUST ADV ON CONSTR-CO.		0	c
7537	CUST ADV ON CONSTR-CO.		0	0
71200	ADV ON CONSTR-CO.		a	a
01900	ADV ON CONSTR-CO.		0	0
01300	ADV ON CONSTR-CO.		0	0

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- ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 100 REF: CDA349 DATE: 03/02/99. STATUS ខ SZ GROUP CLASS ત્વાં તા બંધા તા લંધા તા ADVANCES FOR ADVANCES FOR CONSTR-CO.DTL CONSTR-C DESCRIPTION DEF CR-CUST ADV ON CUST ADV ADV ADV CUST. CUST CUST 0000 0705218 0000 0705219 0000 0705221 0000 0705222 0000 0705222 0000 0705222 0000 0705223 0000 0705223 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0705233 0000 0803013 0000 0803014 0000 0803014 0000 0803014 0000 0803014 0000 0803014 0000 0803014 0000 0803014 0000 0803014 0000 0803014 0000 0803014 0000 0803014 DETAIL X ELMT DE ACCOUNT NARUC

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

PAGE: 102 REF: CDA349 DATE: 03/02/99 GENERAL LEDGER SYSTEM ACCOUNTS - ACCOUNT LISTING DBS CHART OF

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

PAGE: 104 REF: COA349 DATE: 03/02/99.... DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A ACCOUNT

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1 0000 0911	CUST ADV ON CONSTR-CO	10		
1 0000 0911	CUST ADV ON CONSTR-CO	7		
1 0000 0911	CUST ADV ON CONSTR-CO	7		
1 0000 0911	CUST ADV ON CONSTR-CO	8		
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1 0000 0911	ADV ON CONSTR-CO	10		
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1 0000 0911	ADV ON CONSTR-CC	7		
1 0000 0911	ADV ON CONSTR-CO	2		
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1 0000 0911	CUST ADV ON CONSTR-CO	2		
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 106 REF: COA349 DATE: 03/02/99.

STATUS 8 SS GROUP ත්ත ත CLASS A DOVANCES FOR CONSTRICTO DILL COONSTRICTO DILL COONSTRIC DESCRIPTION CR-CUST

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 107 REF: C0A349 DATE: 03/02/99 STATUS doodoodoodoodoodoodoodoodoodoodoodo-doo 8 ; NS GROUP CLASS ADVANCES FOR CONSTR-CO DTL CONSTR-CO.DIL CONSTR-CO.DTL CONSTR-CO.DTL CONSTR-CO.DTL CONSTR-CO.DTL CONSTR-CO.DTL CONSTR-CO.DTL CONSTR-CO.DTL CONSTR-CO.DTL CR-CUST
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 108 REF: COA349 DATE: 03/02/99

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 109 REF: CDA349 DATE: 03/02/99...

ACCOUNT

DESCRIPTION DETAIL ELMT DE ×· NARUC

STATUS 8 ¦ SZ GROUP CLASS ADVANCES FOR ADVANCES FOR CONSTR-CO.DIL CR-CUST

CR-CUST

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ADV DN CC

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 110 REF: CDA349 DATE: 03/02/99

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

REF: CDA349

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	DESCRIPTION	1	DEF CR-CUST ADVANCES	CR-CUST ADVANCES	CUST ADV ON CONSTR-CO	CUST ADV ON CONSTR-CO	CUST ADV ON CONSTRUCTO	CUST ADV ON CONSTR-CO	CUST ADV ON CONSTR-CO	CUST ADV ON CONSTR-CO	ADV. ON CONSIR-CO	ADV ON CONSTR-CO	ADV ON CONSTR-CO	ADV ALCONO NO VOA	ADV ON CONSTR-CO	ADV ON CONSTRACTO	ADV ON CONSTD-CO	ADV ON CONSTR-CO	ADV. ON CONSTR-CO	ADV ON CONSTR-CO	ADV. ON CONSTR-CO.	CUST ADV ON CONSTR-CO	CUST ADV ON CONSTR-CO	CLIST ADV ON CONSTB-CO	ADV ON CONSTRUCTO	CUST ADV ON CONSTR-CO	CUST ADV ON CONSTR-CO	CUST ADV ON CONSTR-CO	CUST ADY ON CONSTR-CO	CUST ADV ON CONSTR-CO	ADV ON CONSTR-CO	CUST ADV UN CUNSTRECT	- CUST ADV ON CONSTR-CO.DTL - CUST ADV ON CONSTR-CO.DTL												
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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0000 0914112 0000 0914115 0000 0914118 0000 0914119 0000 0914119 0000 0914150		CLASS	GROUP NS	S CD STATUS
0914 0914 0914 0914	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR			
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0914	ADV ON CONSTD-CO	2	. 0	
000	ADV ON CONSTR-CO.	N C	n a	

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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CLASS GROUP NS CD STATUS DESCRIPTION ACCOUNT
NARUC X ELMT DETAIL

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CR-CUST ADVANCES IN CONSTR-CO ADV ON CONSTR-CO	CUST ADV ON CONSTR-CO	ADV. DN. CONSTR-CO ADV. ON. CONSTR-CO	ADV. ON CONSTR-CO ADV ON CONSTR-CO ADV ON CONSTR-CO ADV ON CONSTR-CO ADV ON CONSTR-CO ADV. ON CONSTR-CO ADV. ON CONSTR-CO ADV ON CONSTR-CO	- CUST ADV ON CONSTR-CO.DTL	ADV ON CONSTR-CO.	ADV ON CONSTR-CO- ADV ON CONSTR-CO- ADV ON CONSTR-CO-
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	DESCRIPTION	CLASS GROUP NS CD	STATUS
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8	CUST ADV ON CONSIR-CO	n 01	00
200	CUST ADV ON CONSTR-CO	6	0
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8	CUST ADV ON CONSTR-CO	6	0
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3	CUST ADV ON CONSTR-CO	σ	0

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DESCRIPTION	DEF CR-CUST ADVA DEF CR-CUST ADVA CUST ADY ON CONS	T ADV ON CONSTR-CO.	CUST ADV ON CONSTR-CO.	CUST ADV ON CONSTR-CO.	CUST ADV ON CONSTR-CO.	CUST ADV ON CONSIR-CO.	CUST ADV ON CONSTR-CO.	ADV ON CONSTR-CO	ADV ON CONSTR-CO.	ADV ON CONSTR-CO.	CUST ADV ON CONSTR-CO.	ADV ON CONSTR-CO.	CUST ADV ON CONSTR-CO.	CIST ADV ON CONSTR-CO	CUST ADV ON CONSTR-CO.																		
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UA1 E.: 03/02/39	CLASS GROUP NS CD STATUS		0 6	2 2 9 0 0 0	o 6	O () C	0 6	O () (C	00	Ö))	o c	0 6	O (000	o o	0	0	O (000	00	o s) ()	0 6	O ())	0 6	00	Ö	O (າຕ	0 6	O :	00	, , ,
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2520 + DEF CR-CUST ADVANCES FOR 2550 - 00000 0916321 + DEF CR-CUST ADVANCES FOR 2550 1 00000 0916334 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916334 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916334 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916334 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916338 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916339 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916399 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916449 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916449 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916449 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916449 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916449 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916449 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916449 - CUST ADV ON CONSTR-CO. DTL 2550 1 00000 0916449 - CUST ADV ON CONSTR-CO. DTL 2550 <t< th=""><th>CLASS GROUP</th><th>OD SN dno</th><th>STATUS</th></t<>	CLASS GROUP	OD SN dno	STATUS
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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1 0000 340/1847	000	CUST ADV ON CONSTR-CO		> 0
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1 0000 3401663	38	CUST ADV ON CONSTR-CO		C
1 0000 3401663	38	CUST ADV ON CONSTR-CD		0
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1.0000 3401665 - CUST ADV DN CONSTR-CO.DTL 2 9 0 0 0 0000 3401666 - CUST ADV DN CONSTR-CO.DTL 2 9 0 0 0 0000 3401679 - CUST ADV DN CONSTR-CO.DTL 2 9 0 0 0 0 0000 3401700 - CUST ADV DN CONSTR-CO.DTL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	1 0000	CUST ADV ON CONSTR-CO		0 (
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DOMOG 35000021	000	CUST ADV ON CONSTR-CO		> C
- CUST ADV ON CONSTR-CO.DTL 2 9 0 0 0000 3500003	0000	CUST ADV ON CONSTR-CO.		00
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1 0000 3500014 - CUST ADV DN CONSTR-CO.DTL 2 9 0		CUST ADV ON CONSTR-CO.		0
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	86	ADV ON CONSTR-CO.		0

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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STATUS NS CD SZ GROUP CLASS ADVANCES FOR CONSTR-CO.DIL DESCRIPTION DEF CR-CUST
CUST ADV DN
CUST ADV
CUS DETAIL 0000 3500019 0000 3500018 0000 3500020 0000 3500021 0000 3500025 0000 3500025 0000 3500033 0000 3500033 0000 3500033 0000 3500040 0000 3500041 0000 3500041 0000 3500041 0000 3500041 0000 3500041 0000 3500041 0000 3500041 0000 3500041 0000 3500041 0000 3500051 0000 3500041 0000 3500041 0000 3500041 0000 3500041 0000 3500041 0000 3500051 0000 3500051 ACCOUNT ELMT × 1 NARUC

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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		DEF CR-CUST ADVANCE	-	
	576	CUST ADV ON CONSTR-CO.		
	582	CUST ADV ON CONSTR-CO.		
0000 3501/08	802	CUST ADV ON CONSTR-CO.		
	7.10	CUST ADV ON CONSTR-CO.		
	201	ADV ON CONSTR-CO.	22	00
	200	CUST ADV ON CONSTR-CO.		
0000 36000	203	CUST ADV ON CONSTR-CO.		
	005	CUST ADV. ON CONSTR-CO.		
1 0000 36000057	2057	CUST ADV ON CONSTR-CO.		
1 0000 36000	900	CUST ADV ON CONSTR-CO.		
	900	CHAT ANY ON CONSTRUCT		
1 0000 36000	10	CUST ADV ON CONSTR-CO.		
)1 <u>4</u>)14	CUST ADV ON CONSTR-CO.		
	516	CUST ADV ON CONSTR-CO.		
1 0000 36000	017	CUST ADV ON CONSTR-CO.		
	018	CUST ADV ON CONSTR-CO.		
	019	CUST ADV ON CONSTR-CO.		
1 0000 36000	22.1	CUST ADV ON CONSTR-CO.		
	723	CUST ADV ON CONSTR-CO.		
)24)07	CUST ADV ON CONSTR-CO.		
	920	CUSI ADV ON CONSIR-CO.		
	30	CUST ADV ON CONSTR-CO		
	331	CUST ADV ON CONSTR-CO.		
	332	CUST ADV ON CONSTR-CO.		
	933	CUST ADV ON CONSTR-CO.		
9000)34)35	CUST ADV ON CONSTR-CO.		
	36	CUST ADV ON CONSTR-CO		
	37	CUST ADV ON CONSTR-CO.		
	338	CUST ADV ON CONSTR-CO.		
1 0000 36000	939	CUST ADV ON CONSTR-CO.		
	040	CUST ADV ON CONSTR-CO.		
	24.1	CUST ADV ON CONSTR-CO.		
	24.2	CUST ADV UN CUNSIR-CU.		
	743	CUST ADV ON CONSTR-CO.		
1 0000 3600045)45	ADV ON CONSTR-CO.		
	946	CUST ADV ON CONSTR-CO.		
_:	347	CUST ADV ON CONSTR-CO.		
1 0000 3600048	048	CUST ADV ON CONSTR-CO.		
1 0000 36000	049	CUST ADV ON CONSTR-CO.		

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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STATUS NS CD GROUP CLASS * DEF CR-CUST ADVANCES FOR

+ DEF CR-CUST ADVANCES FOR

- CUST ADV ON CONSTR-CO.DTL

- CUST ADV ON CONS DESCRIPTION ELMT DETAIL 0000 3600053 0000 3600053 0000 3600053 0000 3600055 0000 3600055 0000 3600056 0000 3600058 0000 3600058 0000 3601213 0000 3601213 0000 3601213 0000 3601214 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601215 0000 3601213 0000 3601213 0000 3601213 0000 3601213 0000 3601213 ACCOUNT ×· NARUC

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

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STATUS NS CD GROUP CLASS ADVANCES FOR CONSTR-CO.DTL DESCRIPTION DEF CR-CUST ACUST ADV ON CUST 0000 3601489 0000 3601489 0000 3601489 0000 3601489 0000 3601563 0000 3601563 0000 3601564 0000 3601614 0000 3601615 0000 3601615 0000 3601653 0000 3601679 0000 3601679 0000 3601679 0000 3601679 0000 3601679 0000 3601000 0000 3601000 0000 3601000 0000 370000 0000 370000 0000 370000 0000 370000 0000 370000 0000 370000 0000 370000 0000 3700011 0000 3700011 0000 3700011 0000 3700011 DETAIL × ELMT ACCOUNT NARUC X 25200

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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	10 00 10000 00000 100000 100000 100000 100000 100000 100000 100000 100000 100000 100000 100000 100000 100000 100000 100000 1000000	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR - CUST ADV. ON CONSTR-CO.DIL	# DEF CR-CUST ADVANCES FOR # DEF CR-CUST ADVANCES FOR # CUST ADV. ON CONSTR-CO.DIL 2 9 0	# DEF CR-CUST ADVANCES FOR # DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR - CUST ADV ON CONSTR-CO.DTL 2 9 0 37000024 - CUST ADV ON CONSTR-CO.DTL - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL - CUST ADV ON CONSTR-CO.DTL	# DEF CR-CUST ADVANCES FOR # DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR 37000023 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700025 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 2 9 0	# DEF CR-CUST ADVANCES FOR #	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR 37000023 - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700025 - CUST ADV ON CONSTR-CO.DTL 3700026 - CUST ADV ON CONSTR-CO.DTL - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700027 - CUST ADV ON CONSTR-CO.DTL - CUST ADV ON CONSTR-CO.DTL	# DEF CR-CUST ADVANCES FOR # DEF CR-CUST ADV ON CONSTR-CO.DTL # DEF CR-CUST	# DEF CR-CUST ADVANCES FOR # DEF CR-CUST ADV CONSTR-CO.DTL # DEF CR-CUST ADV CONSTR-CO.	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700023 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700026 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700033	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700023 - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700033 - CUST ADV ON CONSTR-CO.DTL 2 9 0 CUST ADV ON CONSTR-CO.DTL 2 9 0 3700033 - CUST ADV ON CONSTR-CO.DTL 2 9 0	* DEF CR-CUST ADVANCES FOR * DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR * DEF CR-CUST ADVANCES FOR 3700023 - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700025 - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700026 - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700033 - CUST ADV ON CONSTR-CO.DTL 3700034 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 3700034	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR - CUST ADV ON CONSTR-CO.DTL 3700023 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 3700035 - CUST ADV ON CONSTR-CO.DTL 3700035 - CUST ADV ON CONSTR-CO.DTL 3700035	** DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADV ON CONSTR-CO.DTL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR - CUST ADV ON CONSTR-CO.DTL 3700025 - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700028 - CUST ADV ON CONSTR-CO.DTL 2 9 0 3700029 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700033 - CUST ADV ON CONSTR-CO.DTL 3700034 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700035 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700036 - CUST ADV ON CONSTR-CO.DTL 2 9 0 - CUST ADV ON CONSTR-CO.DTL 3700036 - CUST ADV ON CONSTR-CO.DTL 3700037 - CUST ADV ON CONSTR-CO.DTL 3700038 - CUST ADV ON CONSTR-CO.DTL 3700039	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR - CUST ADV ON CONSTR-CO.DTL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADV ON CONSTR-CO.DTL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR CONSTR-CO.DTL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR - CUST ADV ON CONSTR-CO.DTL - 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADV CON CONSTR-CO. DTL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	* DEF CR-CUST ADVANCES FOR * CUST ADVANCES FOR * CUST ADV. CONSTR-CO. DTL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	* DEF CR-CUST ADVANCES FOR * DEF CR-CUST ADVANCES FOR CONTINUOUS C	# DEF CR-CUST ADVANCES FOR # DEF CR-CUST ADVANCES FOR # TOWN CONSTRUCTION TO THE CONST	# DEF CR-CUST ADVANCES FOR # CUST ADV ON CONSTR-CO.DTL	## DEF CR-CUST ADVANCES FOR ## DEF CR-CUST ADV ON CONSTR-CO. DTL ## DEF CR-CUST ADVA ON CONSTR-CO. DTL	# DEF CR-CUST ADVANCES FOR # DEF CR-CUST ADVO NO CONSTR-CO. DTL # DEF CR-CUST ADV NO CONSTR-CO. DTL #	## 1700022 ## OFF CR-CUST ADVANCES FOR ## 1700022 ## OFF CR-CUST ADVANCES FOR ## 17000223 ## OFF CR-CUST ADVANCES FOR ## 17000223 ## OFF CR-CUST ADV ON CONSTR-CO.DTL	## 1700022 ## 10 FF CR-CUST ADVANCES FOR CUST AD	* PEF CR-CUST ADVANCES FOR + DEF CR-CUST ADV ON CONSTR-CO.DTL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	* DEF CR-CUST ADVANCES FOR + DEF CR-CUST ADV ON CONSTR-CO DILL 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	# DEF CRE-CUST ADVANCES FOR # 10 CRE-CUST ADVANC	# PEF CR-CUST ADVANCES FOR # DEF CR-CUST ADVANCE	## DEF CR-CUST ADVANCES FOR ## DEF CR-CUST ADV ON CONSTR-CO. DT. 2 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	# PEF CR-CUST ADVANCES FOR # TOTAL ADVANCES FOR # T	# DEF CR-CUST ADVANCES FOR # DEF CR-CUST FOR # D	Table Color Apple Color Color Apple Color Apple Color Apple Color Color Apple Color Color Apple Color Color Apple Color Colo

DESCRIPTION DESCRIPTION CUST ADV ON CONSTR-CO.DTL CUST ADV ON CONSTR-CO.
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STATUS NS CD GROUP CLASS ત્વં ગ ગ લં ગ ગ CONSTR-CO.DTL
CONSTR-CO.DTL CONSTR-CO.DIL CONSTR DESCRIPTION DEF CR-CUST ACCUST ADV ON CUST ADV 0000 3801536 0000 3801546 0000 3801547 0000 3801550 0000 3801551 0000 3801551 0000 3801551 0000 3801551 0000 3801577 0000 3801578 0000 3801578 0000 3801578 0000 3801578 0000 3801581 0000 3801582 0000 3801584 0000 3801596 0000 3801698 0000 3801698 0000 3801698 0000 3801698 0000 3801698 0000 3801688 0000 3801688 0000 3801688 0000 3801688 0000 3801688 0000 3801688 0000 3801688 0000 3801688 DETAIL ACCOUNT ELMT ×ι NARUC

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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STATUS doodoodoodoodoodoodoodoodoodoodoodoo NS CD GROUP CLASS વાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવાંત્રવા ADVANCES FOR CONSTR-CO.DTL CON DESCRIPTION CR-CUST
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- CUST ADV ON CONSTR-CO.DTL
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20 1		200191		- cust	ADV	CONS	TR-CO.	7	თ	0	0
2520 1		8200192		- CUST	ADV	CONS	FR-C0.	7	o	0	0
20 1		200193		ISDO -	ADV	CONS	CR-CO.	2	6	o	a
50		200194		- CUST	ADV	CONS	-CO	5	თ	0	0
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20 1		200196		ISNO -	ADV	CONS	[R-CO.	2	6	O	a
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20 1		200199		- cust	ADV	CONS	FR-CO.	7	σ	o	o
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20 1	0000	200224		ISDS -	ADV	CONS	R-C0.	2	σ	0	0
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1 0000	CUST ADV ON CONSTR-CC		
0000	CUST ADV ON CONSTR-CO		
	CUST ADV ON CONSTR-CO		
	CUST ADV UN CONSTRACT		
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1000	CHST ADV ON CONSTR-CO		
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1 0000	CUST ADV ON CONSTR-CO		
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1	CUST ADV ON CONSTR-CC		
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88	CUST ADV ON CONSTR-CO		

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		CR-CUST ADVANCES F			
2520 1		+ DEF CR-CUST ADVANCES FOR	:-		
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		CUST ADV ON CONSTR-CO.	N 6		
-	8200419	ADV ON CONSTR-CO.	3 6	າດ	
-		CUST ADV ON CONSTR-CO.	7		
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- +	8200424	ADV ON CONSTR-CO.	0.0		
-	8200423 8200426	CUST ADV ON CONSIRECO.	2		
- +	0200420	ADV UN CONSIR-CO.	77		
38	8200428	ADV ON CONSIN-CO.	7 0		
-	8200429	ADV ON CONSTRUCTO	70		
88	8200423	COST ADV ON CONSTRUCO.	7 (
	8200430	CUST ADV ON CONSIR-CO.	N (
-	8200432	ADV ON CONSTRACTO	*		
	0200438	CUST ADV ON CONSTRACO.	7 (
	8200433	CUSI ADV ON CONSIR-CO.	N (
-	8200444	ADV ON CONSTRUCTO	7		
	8200444	ADV ON CONSTR-CO.	N 6		
0000	8200446	CUST ADV ON CONSTR-CO.	1 C		
-	8200447	ADV ON CONSTR-CD	2		
-	8200448	CUST ADV ON CONSTR-CO.	ı		
-	8200449	CUST ADY ON CONSTR-CO.	_2		
-	8200451	CUST ADV ON CONSTR-CO.	2		
000	8200454	ADV ON CONSTR-CO.	7		
٦,	8200455	CUST ADV ON CONSTR-CO.	2		
	8200456	ADV UN CONSIR-CO.	8		
	8200437	CUST ADV ON CONSIR-CO.			
-	8200450	ADV ON CONSTRUCTO	7		
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000	8200461	ADV ON CONSTR-CO.	N (
-	8200462	CUST ADV ON CONSTR-CO.	2		
-		CUST ADV ON CONSTR-CO.	100		
-		ADV ON CONSTR-CO.	10		
-		CUST ADV ON CONSTR-CO.	2		
-		ADV ON CONSTR-CO.	101		
-		CUST ADV ON CONSTR-CO.	12		
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

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DBS GENERAL LEDGER SYSTEM	CHART OF ACCOUNTS - ACCOUNT LISTING	COMPANY CODE: A			DESCRIPTION	
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

PAGE: 170 REF: COA349 ...DATE: ...03/02/99.... CLASS GROUP NS CD STATUS DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING DESCRIPTION ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A ACCOUNT
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A	ACCOUNT

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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- GREENVILLE OFF SUB-LEASE - OTHER - OT ADVANCES FOR ADV CONST-LRG VOLUCONST-LRG VOL INCOME TAX RECOVER FUTURE KS AD VALOREM TAX REFUND NO NARUC NAME ON FILE CAPACITY RELEASE REVENUES DEF CR-ACC DEF INV TAX DESCRIPTION DEF CR-CUST / CUST ADV ON CUST ADV ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A 9019152 9019175 9019290 9019294 9019445 904050 ELMT 0026 ×ι 00000000000000000000000 NARUC

PAGE: 176 REF: COA349 DATE: 03/02/99. STATUS do aooaooa 0 00000 00 0 NS CD a o 000000 0 00000 00 0 GROUP ത് ത 7 တထထတ္ထေထ യയ CLASS ભં ભ 900000000 3 200,000 20 * OP RES-INJ & DAMAGES-INS + INSURANCE RESERVES - INJ & DAMAGES-INS RESERVE - WORKERS' COMP-INS RESERVE - INJ/DAM PRE-LITIGATION - AUTO CLAIM/PRE-LITIGATION - GENERAL LIABILITY CLAIMS - GENERAL LIABILITY CLAIMS - GENERAL LIABILITY CLAIMS * ACCUM DEF INC TAX-LIB DEP + ACCUM DEFE INC TAX-LIB DEP - ACCUM DEFER FED INCOME - FEDERAL PLANT - ACCUM DEPR - FEDERAL PLANI - OTHER - FEDERAL - OTHER - DEF INC TAX-OCEANA HGHTS 25 ACCUM DEF INC TAX-OTHER ACCUM DEF INC TAX-OTHER ACCUM DEF INC TAX-OTHER DEF INC TAX-OCEANA HGHTS DEF CR-ACC DEF INV TAX (
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DEFERRED ITC - COLORADO * CONTRIB IN AID OF CONST + CONTRIB IN AID OF CONST - CONTR IN AID OF CONST DESCRIPTION GAS PLANT ACCTS FRANCHISES FRANCH & CONSENTS * GAS PLANT ACCTS + INTANGIBLE PLT - ORGANIZATION * + * + ATMOS ENERGY CORPORATION REPORT: MAGO2 COMPANY, CODE: A NARUC X ELMT DETAIL ACCOUNT 0101 0102 0 0102 0 0112 0 0301 0 0312 0 0401 000 0100 0101 0103 0103 0000 0112 8 000 0000 00 00 00 o o 2550 2550 2550 2550 27 10 27 10 27 10 2820 2820 2820 2820 2820 2820 2830 2830 2830 2830 3010 3010 3020 3020 3020

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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REF: COA349 DATE: O3/O2/99	CLASS GROUP NS CD STATUS	1 1 0 0	1 0 0	1 1 0 0	1 1 0 0	1 1 0 0	1 0 0	1 1 0 0	1 0 0	1 0 0		
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 178 REF: CDA349 DATE: 03/02/99

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LEDGER SYSTEM PAGE: 179 - ACCOUNT LISTING DATE: 03/02/		J CLASS GROUP NS CD STATUS		ON FILE 1 0 0 0 1 1 1 0 0		1 1 0 0 0	1 1 0	FILE 1 0 0		NIGHTS' 1 1 0 0 0 OON FILE 1 0 0		TTS 1 1 0 0	1 1 0 0	DIECT 1 1 0 0	1 1 0	1 1 0 0			
DBS GENERAL LEDGER CHART OF ACCOUNTS - ACC		DESCRIPTION	TRANSMISSION MAIN LINES	+ NO NARUC NAME ON - MAINS - STEEL	* TRANSMISSION PLT + COMPRESSION STA		* TRANSMISSION PLT + MEASURING & REG - MEAS® EQUIP	* NO NARUC NAME ON FILE + OTHER PLANT - OTHER EQUIPMENT	* DISTRIBUTION PLT + IAND	LAND AND LAND ND NARUC NAME LAND RIGHTS	* DISTRIBUTION PLT	+ STRUCTURES - STRUCT&IMPROVEMENTS + NO NARIC NAME ON FILE	- IMPROVEMENTS	* DISTRIBUTION PLT + CATHODIC - MAINS-CATHODIC PROTECT	+ STEEL - MAINS - STEEL + DIASTIC	- MAINS - PLASTIC	* DISTRIBUTION PLT + COMPRESSOR		
ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY.CODE: A	<u> </u>	NARUC X ELMT DETAIL		3670 1 0000 3670 1 0000	3680 3680	3680 0 0000	3690 3690 0 3690 0 0000	3710 3710 0 3710 0 0000	c	3740 0 0000 3740 2 3740 2 0000	3750	3750 0 3750 0 0000 3750 3		3760 3760 0 3760 0 0000		3760 2 0000	3770 3770 0		

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 180 REF: CDA349 ...DAIE: 03/02/99....

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 181 REF: COA349 DATE: 03/02/99.

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- STRUCT& IMPROVEMENTS
- NO NARUC NAME ON FILE
- SIRUCTURES. FRAME
+ STRUCTURES.
- IMPROVEMENTS
- IMPROVEMENTS
- AIR CONDITIONING EQUIP
- STRUTURES. * GENERAL PLT + IDOLS - TOOLS SHOP&GARAGE EQUIP * GENERAL PLT + OFFICE EQUIP - OFFICE FURN AND EQUIP + OFFICE EQUIP - OFFICE MACHINES * GENERAL PLT + LAND - LAND AND LAND RIGHTS * GENERAL PLT + TRANSPORTATION EQ - TRANSPORTATION EQUIR DESCRIPTION DISTRIBUTION PLT OTHER EQUIP OTHER EQUIPMENT GENERAL PLT STORES STORES EQUIPMENT GENERAL PLT Laboratory * + NARUC X ELMT DETAIL ACCOUNT 0000 000 8 8 0 0 0 8 0 0000 0000 0000 0 0000 8 0000 6 00 0000 0 3870 3870 3870 3890 3890 3890 3900 3910 3910 3910 3910 3920 3920 3920 3930 3930 3930 3940 3940 3940 3900

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 182 REF: COA349 DAIE: 03/02/99

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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OP INCREXP-INCOME TAXES
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UCG BEGINNING BALANCE INCOME TAXES INCOME TAXES UCG BEGINNING BALANCE DESCRIPTION * + 1 * + * + 1 ELMT DETAIL ACCOUNT 0204 0204 0206 0300 0390 0700 0710 0722 9195 0101 9195 9195 9195 0101 9999 0101 NARUC X 00 000 do od 00 000 4090 4090 4090 4090 408 1 408 1 408 1 409 409 1 4092 4092 4092 4093 4093 4093

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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- GAS REV-PUBLIC FILL STAT
- GAS REV-PUBLIC FILL STAT
- COST OF GAS-PUB FILL STAT
- COST OF GAS-LARGE FLEETS
- COST OF GAS-HOME COMP.
- COST OF GAS-HOME COMP.
- SALARIES-PUBLIC FILL STAT
- SALARIES-PUBLIC FILL STAT
- SALARIES-PUBLIC FILL STAT
- SALARIES-PUBLIC FILL STAT
- SUP & EXPS-LAGG FLEET PRG
- AUTO-PULBIC FILL STATION
- AUTO-LRG FLEET PRG * OTH INC&DED-REV FROM MJ&C + OTH INC&DED-REV FROM MJ&C - GRDSS. SALES - MRCHDSNG. - GROSS SALES - GGC JOBBING - COST OF MDSE FINANCED + OTH INC&DED-REVS/YARDLINES. - MJC REVENUES - YARDLINES. - UTIL/STAT USE-PUB FILL ST - PROMO-NGV COALITION - PUB RELATIONS-PUB FILL ST - LEGAL & PROF-PUB FILL STA - DEPR-PUBLIC FILL STATION - SERV & MAIN-PUB FILL STATION DESCRIPTION T DETAIL 0101 010 0101 020 0101 030 0100 010 0200 010 0200 010 0300 010 0300 010 0310 010 0320 010 0320 010 0350 010 0350 010 0350 010 0350 010 0350 010 ACCOUNT NARUC X ELMT 4061 0713 0714 0715 9191 4061 0501 0601 0601 0101 9 ကြေးပါးက 9 6 00000000000000000 4 150 4 150 4 150 4 150 4 150

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OTH INCADED MISC NON-OPER

PAGE: 187 REF: COA349 DATE: 03/02/99 STATUS doodood 0000 0 d odoodo ď NS CD doodood 0000 0 Q 00000 GROUP 00000000 നത്തത က 3 444444 CLASS ~~i~~ OPS OPS * OTH INC&DED-I/C FROM NON-UTIL OP
+ OTH INC&DED-I/C FROM NON-UTIL OP
- SYC & MAINT-HOME COMP.
- CONV INCENT-PUB FILL STAT
- PROMO-NGV COALITION
- PUB RELATIONS-PUB FILL ST
- FED CNG MOTOR FUEL TAX
- APPL WARR PROG - REVENUE
- MISC OTHER REVENUE
- OTH INC&DED-COGENE LINE
- REVENUE - COGENER LINE
- MAINT EXP - COGENER LINE
- DEPR EXP - COGENER LINE
- DEPR EXP - COGEN LINE
- PROP TAX EXP-COGEN LINE DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING * OTH INC&DED-INT & DIV INC + OTH INC&DED-INT INC-MERCH - INT & DIV INC-OTHER INV - INT & DIV INCOM-NON OPER - INT & DIV INCOM-NISC - INT & DIV INCOM-NISC - INT & DIV INCOME. OCEANA - BU ALLOC-INTEREST INC OTHER INCOME OTHER INCOME UCG BEGINNING BALANCE OTHER INCOME OTHER INCOME UCG BEGINNING BALANCE INTEREST INCOME INTEREST INCOME UCG BEGINNING BALANCE DESCRIPTION + * + 1 ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A DETAIL 0390 030 0500 010 0610 010 0650 010 0710 0720 ACCOUNT ELMT 0210 0232 0250 0450 7595 9999 0101 0202 0204 0205 9195 9195 9.195 NARUC X 00000 000 do 00 00 4171 4171 4171 4172 4172 4172 4 19 1 4 19 1

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DESCRIPTION	* OTH INC&DED-MISC NON-OPER + OTH INC&DED-MISC NON-OPER	- INCENTIVE RATES INCOME	- RENTAL INCOME - OCEANA - UCG BEGINNING BALANCE	* OTH INC&DED-GAINS (LOSSES	+ OTH INC&DED-GAINS (LOSSES - GAINS (LOSSES) DISP/PROP	* MISC AMORTIZATION + AMORTIZATION	- UCG BEGINNING BALANCE	отн і	+ MISC OTHER - SPORTS EVENTS	- ENDICOTT COLLEGE	- MEALS & ENTERTAINMENT - TRANSPORTATION	- MISC EMPLOYEE EXPENSE	- MISC GENERAL EXPENSE	+ DUES & DONATIONS	- COLLEGES & UNIV	- FFA, FHA, 4H, STOCK SHOWS	HOSPITAL, NURSING, M	- MUNEUMN & AKLN - PUBLIC SCHOOLS	- RESEARCH FOUNDATIONS	1	HEAT HELP ASSI	- AGRICULTURAL - AMEDICAN BED CONSS	BLINDNESS	BOYS	- BOY'S RANCH	Q.	CHRISTMAS CHURCHES	
DETAIL															•													***************************************
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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NARUC X ELMT DETAIL	: :	000	55	380 380	4380 0 0101 4380 0 0102	2	4800 2 0100 4800 2 0110 4800 2 0120	999	100		2.2	4870 2 0110 4870 2 0120 4870 2 0130	2 01		4880 2 0200 4880 2 0300	4890.

PAGE: 192 REF: COA349 DATE: 03/02/99 STATUS 900 0 a 0 0 a 0 0000000000 NS CD 000 0 a 0 0 Q 0 0000000000 GROUP വ്ധധ 4 4 CLASS 4 4 4 4 4 ø 9 99999999999 DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING MEG GAS PROD-OP-LIQ PETRO GAS. LP GAS EXPENSE PROD LP GAS EXPENSE * OP INC&EXP-REV/TRANSPORT + OP INC&EXP-TRANSPORT/GAS - GAS_TRANSPORT_REV-DISTR - INTERCO TRANSPORT_REV - INTRACO TRANSPORT_REV * MANUF GAS PROD
+ GAS MIXING EXP
- LABOR - DERATING
- MAIERIALS & SUPPLIES
- COMPANY VEHICLE USAGE
- EQUIPMENT MAINTENANCE
- UTILITIES
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- UTILITIES & CERTIE
- TRANSPORTATION
- TRANSPORTATION * OP INCREXP-OTHER GAS REY + OTHER GAS REVENUE DIST - OTHER GAS REVENUES + NO NARUC NAME ON FILE - CAPACITY RELEASE CREDITS OP INC&EXP-RENT/GAS PROP OP INC&EXP-RENT/GAS PROP RENT FROM GAS PROPERTY MFG GAS PROD-OP-FUEL-LIO MFG GAS PROD-OP-FUEL-LIO UTILITIES 200 INC&EXP-PROD EXTR INC&EXP-PROD EXTR INC&EXP-PROD EXTR DESCRIPTION 999 * + 1 + * + 1 ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A DETAIL ACCOUNT ELMT 0270 0280 0100 2 0100 0100 0303 4590 1121 1131 2001 3001 4302 4305 5010 5111 5411 4755 ×ı 2 00 00 NARUC 0000000000 4890 4890 4890 4890 4890 4900 4900 4900 4930 4930 4930 4950 4950 4950 4950 4950 7230 7230 7230 7280 7280 7280

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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NS CD STATUS CLASS GROUP DESCRIPTION ACCOUNT
NARUC X ELMT DETAIL

	+ MANUF GAS PROD - LODGING - LODGING - LODGING - LODGING - LODGING - CLUB DUES - DEDUCTIBLE - CLUB DUES - DEDUCTIBLE - CLUB DUES - DEDUCTIBLE - MISC EMPLOYEE EXPENSE - SEMINARS/CONFERENCES - OTHER TRAINING BALANCE - CONTRACT LABOR - UCG BEGINNING BALANCE - UTLLITIES - CONTRACT LABOR - UTLLITIES - CONTRACT LABOR - UCG BEGINNING BALANCE - LABOR - EXEMPT - LABOR - EXEMPT - LABOR - DPERATING - LABOR - DPERATING - LABOR - EXEMPT - LABOR - EXEMPT - LABOR - EXEMPT - LABOR - EXEMPT - LABOR - DPERATING - UTLLITIES - COMPANY YEHICLE USAGE - CONTRACT PRAINFENANCE - UTLLITIES - CONTRACT - DOUGTIBLE - MEMBERSHIP FEES - CLUB DUES - DEDUCTIBLE - CLUB DUES - DEDUCTIBLE - CLUB DUES - DEDUCTIBLE - CONTRACT - RANDALS	6 1 0 NDEDUCTIBLE 6 1 0	SE 6 1 0 0 5 5 6 1 0 0 6 1 0 0 6 1 0 0 0 0 0 0 0 0 0 0	COSTS 6 1 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	6 1 0MISC PRODMISC PROD 6 1 0 6 1 0	SALANCE 6 1 0 -MAINT/STR -MAINT/STR 6 2 0	ES 6 2 0 AGE 6 2 0 NCE 6 2 0 NCE 6 2 0 NCE	S & CERTIF 6 2 AT/PRNTING 6 2 AY SERVICES 6 2	BLE 6 2 0	6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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STATUS doo odoodo 8 000 00000 SZ GROUP aiaa aaaaaaaaaaaaaaaaaaaaaa CLASS ဖြဲ့မှ မှ மும்மைம்ம * NG PROD.OP.OP.SUPRVSN. & ENGINEERING + NG PROD-OP-SUPRV & ENGRNG - LABOR - EXEMPT - MATERIAL & SUPPLIES - COMPANY VEHICLE USAGE - MEALS. & ENTERTAINMENT. * MFG GAS PROD-MT-MAINT OF

LABOR - EXEMPT
- LABOR - OPERATING
- LABOR - OPERATING
- MAIERIALS & SUPPLIES
- COMPANY VEHICLE USAGE
- GOUIPMENT MAINTENANCE
- LICENSES, PERMITS, & CERTIF
- UTILITIES
- GEN OFF SUPPLISS
- GEN O - MEMBERSHIP FEES
- CLUB DUES - NONDEDUCTIBLE
- CLUB DUES - DEDUCTIBLE
- MISC EMPLOYEE EXPENSE
- SEMINARS/CONFERNCES
- BOOKS & MANUALS
- OTHER TRAINING COSTS
- CONTRACT LABOR MFG GAS PROD-MT-MAINT/STR MFG GAS PROD-MT-MAINT/STR ALLOCATIONS IN - COMMON UCG BEGINNING BALANCE REIMBURSEMENTS RECORDS RECORDS MISC GENERAL EXPENSE ALLOCATIONS IN - COMMON UCG BEGINNING BALANCE REIMBURSEMENTS න න DESCRIPTION PROD-OP-MAPS PROD-OP-MAPS * + * + DETAIL ACCOUNT 0 9191 0 9195 0 9911 ELMT 2001 2001 3001 5411 5414 NARUC X 0000 0 7410 7410 7410 7410 7450 7470 7500 7500 7500 7500 7500 7500 7510 7510

EDGER SYSTEM - ACCOUNT LISTING - ACCOUNT LISTING - ACCOUNT LISTING - ACCOUNT LISTING		CLASS GROUP NS CD STATUS	& RECORDS & RECORDS IG 1 0 0	EXPE EXPE 6 1 0	χΡ 6 6 7 1 1	NMENT 6 1 0 0 0 LANCE 6 1 0 0 0 LANCE 6 1 0 0	INES EXP OMP ST EX G	COMP STAT FUEL & POWER COMP STAT FUEL & POWER 6 1 0 0	EAS®ST G G TES. G TES. G TO O O NAENT G TO O O O O O O O O O O O O O O O O O	EXPENSES
DBS GENERAL LEDGE CHART OF ACCOUNTS - AC		DESCRIPTION	* NG PROD-OP-MAPS & + NG PROD-OP-MAPS & - LABOR - OPERATING.	* NG PROD-OP-GAS WELLS + NG PROD-OP-GAS WELLS - LABOR - OPERATING	* NG PROD-OP-FLD LINES E + NG PROD-OP-FLD LINES E - LABOR - OPERATING - MATERIAL & SUPPLIES - COMPANY VEHICLE USAGE	- UTILITIES - MEALS & ENTERTAIN - UGG BEGINNING BAI	* NG-PROD-OP-FLD LINES E. + NG PROD-OP-FLD COMP ST - LABOR - OPERATING - MAIERIAL & SUPPLIES - COMPANY VEHICLE USAGE - EQUIPMENT MAINTENANCE - MAINTENANCE - OTHER	* NG-PROD-OP-FLD CC + NG-PROD-OP-FLD CC - UTILITIES	* NG PROD-OP-FLD MEAS®ST + NG PROD-OP-FLD MEAS®ST - LABOR - OPERATING - MATERIAL & SUPPLIES - COMPANY VEHICLE USAGE - UTILITIES - MEALS. & ENTERTAINMENT - ALLOCATIONS IN - COMMON	* NG PROD-OP-PURIF + NG PROD-OP-PURIF
ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A	ACCOUN	DETAIL	7510 7510 0 7510 0 1131	7520 7520 0 7520 0 1131	7530 7530 0 7530 0 1131 7530 0 2001 7530 0 3001	000	7540 7540 0 1131 7540 0 1131 7540 0 3001 7540 0 4302 7540 0 4590	7550 7550 0 7550 0 4590	7560 7560 0 1131 7560 0 1031 7560 0 2001 7560 0 4590 7560 0 5411 7560 0 9191	7570 o

PAGE: 196 REF: COA349 DATE: 03/02/99 STATUS dood 0 0 00000 Q 00000 0000 NS CD 0000 0 0 00000 q 00000 0000 GROUP 20000 R 20000 9999 CLASS ဖြစ္ဖြစ္ 9 9 9 9 9 9 9 9 99999 9 9 9 DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING * NG PROD-OP-PURIF EXPENSES + NG PROD-OP-PURIF EXPENSES - LABOR - OPERATING - MATERIAL & SUPPLIES - COMPANY VEHICLE USAGE - EQUIPMENT MAINTENANCE * NG PROD-MT-SUPRV & ENGRNG + NG PROD-MT-SUPRV & ENGRNG - LABOR - EXEMPT - LABOR - OPERATING - MATERIAL & SUPPLIES - COMPANY VEHICLE USAGE - MEALS & ENTERTAINMENT * NG PROD-MT-MAIN FLD LINES + NG PROD-MT-MAIN FLD LINES - LABOR - OPERATING - LABOR - OPERATING - MATERIAL & SUPPLIES - COMPANY VEHICLE USAGE - MEALS & ENTERTAINMENT NG PROD-OP-OTHER EXPENSES NG PROD-OTHER EXPENSES LABOR - OPERATING * NG PROD-MI-MAIN FLD COMPR + NG PROD-MT-MAIN FLD COMPR - LABOR - OPERATING - COMPANY YEHICLE USAGE - EQUIPMENT MAINTENANCE NG_RROD_OP_GAS_WELL_ROYAL NG PROD-OP-GAS WELL ROYAL BUILDING LEASE/RENTS STRUCT STRUCT MEAS DESCRIPTION FLD NG PROD-MT-MAIN OF NG PROD-MT-MAIN OF LABOR - OPERAIING PROD-MT-MAINT ğ * + * + 1 * + * + 1 * ATMOS ENERGY CORPORATION REPORT: MAGO2 COMFANY CODE: A ELMT DETAIL ACCOUNT 1131 2001 3001 4302 1131 458 1121 1131 2001 3001 5411 ..1131 1121 2001 3001 5411 1131 3001 4302 4590 NARUC X 00000 00 ďО 00000 00 00000 7570 7570 7570 7570 7570 00000 7580 7580 7580 7590 7590 7590 7610 7610 7610 7610 7610 7610 7620 7620 7620 7640 7640 7640 7640 7640 7640 7650 7650 7650 7650 7650 7660

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	NG PROD-OP-POWER

ATMOS ENERGY CORPORATION

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ATMOS ENERGY CORPORATION REPORT: MAOO2 COMPANY CODE: A	NARUC X ELMT DETAIL	7740 7740 0 7740 0 4590		7770 0 7770 0 1121	7840 7840 0			7860 0 1131 7860 0 2001 7860 0 3001	7980 7980 7980 0 4901	8000 8000 0 8000 0 4755	8010 8010 0 8010 0 4755	8030 0 8030 0 4755	8040 8040 0 8040 0 4755 8040 0 4755 002

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING ATMOS ENERGY CORPORATION REPORT: MACO2 COMPANY CODE: A

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING		DESCRIPTION	FXP-GAS HISED OTU		- GAS DIBCHASES		- UCG BEGINNING BALANCE		EXP-OTH GAS SUPLY	PROD EXP-OTH	GAS PURCHASE-COMMON	- LPSC SETTLEMENT	NG STG EXP-OP SUPRYSN &	+ NG STG EXP-OP SUPRVSN & E	LABOR	- MATERIAI & SUBDITES	COMPANY VEHICLE	- OTHER MAINTENANCE EXPENSE	PROD 636 REC GA	GEN OFF SUPP/STAT/PRNTING POSTAGE/DELIVERY SERVICES	- MISC GENERAL EXP	NET MDOKSEMEN I S	STG EXP-OP-MELLS	NG STG	LABOR - OPERATING	- MATERIAL & SUPPLIES		- POSTAGE/DELIVERY SERVICES	- ALLOCATIONS IN - COMMON		XP-0P-LINES	+ NG STG EXP-OP-LINES EXPEN	OPERATING	VEHICLE	- EQUIPMENT MAINTENANCE	- UILLITIES - ALLOCATIONS IN - COMMON
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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8170 8170 0 8170 0.9911	* NG STG EXP-OP-LINES EXPEN + NG STG EXP-OP-LINES EXPEN - REIMBURSEMENTS	6 1	o	o
180	* NG STG EXP-OP-COMP STATIO + NG STG EXP-OP-COMP STATIO			
8180 0 1131	- LABOR - OPERATING - MATEDIAI & SUBDITES	99	00	00
180	- COMPANY VEHICLE USAGE	6 6	00	00
180	- EQUIPMENT MAINTENANCE - OTHER MAINTENANCE EXPENSE	ω «	00	00
180 0	- UTILITIES	6 1	0	00
180	- ALLOCATIONS IN - COMMON - REIMBURSEMENTS.	6 6	00	oo
190	NG STG EXP-0P-COMP STA			
190 0	+ NG STG EXP-OP-COMP STA FU	•		4
8190 0 4590 8190 0 9911	- DILLIIES - REIMBURSEMENTS	ယ ယ	00	00
CCC				
1	* NG SIG EXP-DR-MEASKEG SI + NG SIG EXP-DP-MEAS/PEGII			
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o	- MALEKLAL & SUPPLIES - COMPANY VEHTOLE LISAGE	6	o	a
8200 0 4589	- OTHER MAINTENANCE EXPENSE		0	00
oc	- ULILITIES	, e	٥í	αĕ
0	- REIMBURSEMENTS		00	00
	* NG STG EXP-OP-PURIFICATIO			
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999	- LABOR - OPERATING	9 60	00	00
20	- MATERIAL & SUPPLIES - COMPANY VEHICLE HEAGE	6 1	o c	a
8210 0 4302	- EQUIPMENT MAINTENANCE	- -	00	00
90	- OTHER MAINTENANCE EXPENSE	, Š	o (ā
90	- GAS PURCHASES	o	0	00
10	- MEALS & ENTERTAINMENT	6 1	o	a
50 00	- TRANSPORTATION - LODGING	99	00	00

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DESCRIPTION	* NG STG EXP-OP-PURIFICATIO + NG STG EXP-OP-PURIFICAITO - MEMBERSHIP FEES	- MISC EMPLOYEE EXPENSE - ALLOCATIONS IN - COMMON - REIMBURSEMENIS	* NG STG EXP-OP-LOSS	+ NG STG EXP-DP-LOSS - UCG BEGINNING BALANCE	* NG STG EXP-OP-OTHER EXPEN + NG.STG.EXP-OP-OTHER EXPEN	- LABOR - OPERATING - COMPANY VEHICLE USAGE - ITTITTES	- REIMBURSEMENTS	* NG STG EXP-0P-U/G OP ROYA + NG STG EXP-0P-U/G OP ROYA - RITI DING 16A5E/DENTS	UTILITIES REIMBURSEMENTS	* NG STG EXP-OP-U/G OP RENT + NG STG EXP-OP-U/G OP RENT - BUILDING LEASE/RENTS - RENTS-STORAGE	* NG STG EXP-MT-MAINT STRUC + NG STG EXP-MT-MAINT STRUC - LABOR - OPERATING	- MAIEKIAL & SUPPLIES - YEHICLE USAGE - EQUIPMENT MAINTENANCE	* NG STG EXP-MT-MAINT RESER + NG STG EXP-MT-MAINT RESER - LABOR - OPERATING - MATERIAL & SUPPLIES - COMPANY VEHICLE USAGE	* NG STG EXP-MT-MAINTENANCE
NARUC X ELMT DETAIL	: :	10 0 5419 10 0 9191 10 0 9911	1	8230 0 9195	0	8240 0 1131 8240 0 3001 8240 0 4590			50 0 4590 50 0 9911	8260 8260 0 8260 0 4581 8260 0 4755	8310 8310 0 1131		8320 8320 0 8320 0 1131 8320 0 2001 8320 0 3001	8330

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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9	- MEALS & ENTERTAINMENT	g	8	0	0	
9	- TRANSPORTATION	ဖ	2	0	• 0	
9	LODGING	9	7	0	0	
9	MEMBERSHIP F	9	7	0	0	••••
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ATMOS ENERGY CORPORATION REPORT: MAGO2

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

PAGE: 208 REF: CDA349 DATE: 03/02/99

### DESCRIPTION ### MAINS EXP #### MAINS EXP #### MAINS EXP #### MAINS EXP #### MAINS EXP ###################################	
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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NARUC X ELMT DETAIL				
00000	DESCRIPTION	CLASS GR	GROUP NS CD	STATUS
000	* TRSM-MAINT COMP ST EQUIP + TRSM-MAINT COMP ST EQUIP - LAROR - OPFDATING	(
0	- MATERIALS & SUPPLIES - COMPANY VEHICLE USAGE - EQUIPMENT MAINTENANCE	တ ဖ ဖ ဖ	0000	0000
	* TRSM-MAINT MEASABES STAT			X
8650 0	+ TRSM-MAINT MEAS® STAT			
0	- LABOR - EXEMPT - LABOR - OPERATING			0
00	- MATERIAL & SUPPLIES			ac
0	- COMPANY VEHICLE USAGE - FOLITMENT MAINTENANCE			0
00	- MEALS & ENTERTAINMENT			ac
00	- TRANSPORTATION			00
0	- MEMBERSHIP FFFS			a c
0	- MISC EMPLOYEE EXPENSE			00
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	- EQUIPMENT LEASE - EQUIPMENT MAINTENANCE	99	00	00

DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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ATMOS ENERGY CORPORATION

REPORT: MAOO2

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- WORKER'S COMP INS-SC
- LAINSURANCE RESERVE
- WORKER'S COMP INS-LA
- WORKMAN COMP INS-KY
- LABOR EXEMPT
- LABOR COMP INS - KY
- WORKMAN COMP INS - KY
- LABOR EXEMPT
- LABOR COPERATING
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DBS GENERAL LEDGER SYSTEM CHART OF ACCOUNTS - ACCOUNT LISTING

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STATUS doo 0 doodoodoodoodo NS CD 900 0 000000000000000 SN GROUP CLASS ဖြစ်စ 9 * A&G-OP INST/GOODWILL ADV
+ A&G-OP INST/GOODWILL ADV
- WAREHOUSE M & S
- BOY SCOUTS
- CEREBRAL PALSY
- CHRISTMAS.
- COLLEGE AND UNIVERSITY
- COMMTY CHESTS & U. FUNDS
- FESTIVALS.
- MARCH OF DIMES
- MUSEMUMS AND ARTS
- PUBLIC SCHOOLS.
- PUBLIC SCHOOLS.
- SALVATION ARMY
- YMCA. * A&G-OP DUPLICATE CHGS-CR + A&G-OP DUPLICATE CHGS-CR - GAS. PURCHASES - MISCELLANEOUS GENERAL EXP - UCG BEGINNING BALANCE - YOUTH CLUBS & CENTERS
- CIVIC CLUBS
- HEAT HELP - ENERGY ASSIST
- SCHOLARSHIP FUND & ADV
- UCG BEGINNING BALANCE NO NARUC NAME ON FILE NO NARUC NAME ON FILE INVALID CODING DESCRIPTION NARUC X ELMT DETAIL 0 2001 0 7520 004 0 7520 007 0 7520 007 0 7520 010 0 7520 011 0 7520 021 0 7520 024 0 7520 027 0 7520 037 0 7520 038 0 7520 038 0 7520 038 0 7520 038 ACCOUNT 0 4751 0 7590 0 9195 9195 00 9290 9290 9290 9290 9290 9300

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6 1 0 0	* A&G-OP MISC GENERAL EXP + A&G-OP MISC GENERAL EXP		- DIRECTOR'S FEES - BRD MTG & DIRS EXPS	O10 - DIRS RETIREMENT EXPS - PUB & DIST ANNUAL RPTS	030 - SIUCKHLDRS MTG ADV NOTICE 6 1 0 0 040 0.040 - BDXX COLORS OF 1 0 0	- TRNSF, REG & FISAL AGT EX - TR & REG OF BNDS/DEBT FEF	
	9302 9302 0	9302 0 1111 9302 0 2001 9302 0 4111	9302 0 4112 9302 0 4113	9302 0 4120 010 9302 0 4120 020	0 4120	9302 0 4120 050 9302 0 4120 060	***************************************

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GROUP NS																	
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DESCRIPTION	* A&G-OP MISC GENERAL EXP + A&G-OP MISC GENERAL EXP - FFD STAMP TAX/STOCK TSSHE	NYSE FEES & EXPS INV RELATIONS/BNKG I	- ANALYSI CONFERENCE CALLS - BLAST/POST/DEL/ADM - MEMBERSHIPS/TRAIN/REF	- ANALYST CONFERENCES - PRINTING/SLIDES/GRAPHICS - PUBLIC RELATIONS	- PR FIRM - NEWS RELEASE - 930210000024XXXXXX33XX	- PHYSICAL EXAM-MGMT GROUP - SERVICE AREA DEVELOPMENT - COST OF RESRCH & EXPERMNT	- AUDIO VISUAL EXPENSE - WIP CLOSING - EXPENSED - MFAIS & FNTERTATNMENT	- MISC EMPLOYEE WELFARE EXP - COMMITTEE FOR ECON DEVMNT - AMFRICAN GAS ASSOC-DIES	- IND NAT GAS ASSOC OF AMER - INSTITUTE OF GAS TECHN - SOUTHERN GAS ASSOC-DIFS	- BBB OF AMERICA - CHAMBER OF COMMERCE-DUES - CHAMBER OF COMMERCE-MISC	- MISC DUES-SYSTEM - GAS RESEARCH INSTITUTE - TEXAS GAS LITHITIES	- TEXAS GAS ASSOCDUES - KY GAS ASSOC DUES - MISCELLANFOLIS GENERAL EYD	- UCG BEGINNING BALANCE - CUST UNCOL ACCT-WRITE OFF		- BUILDING LEASE/RENTS - BUILDING SERVICE	1-	* A&G-MAINT GENERAL PLANT
NARUC X ELMT DETAIL	302 302 0 302 0 4120	302 0 4120 302 0 4120	302 0 4 120 302 0 4 120 302 0 4 120	9302 0 4120 095 9302 0 4120 096 9302 0 4120 100	302 0 4120 302 0 4120 302 0 4120	302 0 4130 302 0 4130 302 0 4130	302 0 4130 302 0 4872 302 0 5411	302 0 7499 302 0 7510 302 0 7510	302 302 302 000	302 0 7510 302 0 7510 302 0 7510	302 0 7510 302 0 7510 302 0 7510	302 0 7510 302 0 7510 302 0 7590	00 302 002	55	9310 0 4581 9310 0 4582	10 0 91	9320

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ATMOS ENERGY CORPORATION REPORT: MAGO2 COMPANY CODE: A

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ACCOUNT						
 NARUC X ELMT DETAIL	AIL DESCRIPTION	CLASS	GROUP	NS CD	STATUS	
;	* A&G-MAINT GENERAL PLANT					
9320 0	+ A&G~MAINT GENERAL PLANT - LABOD - OBEDATING	ď	c	c	c	
:	- SOFTWARE MAINTENANCE	9	7	0	0	
	- EQUIPMENT MAINTENANCE	9	8	0	0	
- 3	- BUILDING SERVICES	g	2	a	a	
	- FURNITURE REPAIR & MAINT	9	7	0	0	
	- OTHER MAINTENANCE EXPENSE	9	7	0	0	
	- MEALS & ENTERTAINMENT	g	7	0	a	
	- UCG BEGINNING BALANCE	9	8	0	0	
	- A & G MAINT EXPENSES	9	8	0	0	
0 9349		g	2	a	o	
0 9349	•	9	7	0	0	
9320 0 9349 030		ø	8	0	0	
	<u> </u>	9	2	o	σ	
6666	* SYSTEM GENERATED					
თ თ თ	+ SYSTEM - COMPANY	ო	9	0	0	