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PUBLIC SERVICE
COMMISSION

November 28, 2017

Mr. Jeff Cline
Kentucky Public Service Commission
P. O. Box 615
Frankfort, KY 40602

RE: Atmos Energy Corporation

Docket No. 2015-00346

Dear Mr. Cline:

Pursuant to the Order of the Kentucky Public Service Commission entered into on December 16, 2015, enclosed is the report of action for Atmos Energy Corporation. The report, in accordance with the above referenced dockets, relates to the issuance of securities pursuant to the \$2,500,000,000 universal shelf registration and the Prospectus Supplement which details the terms and conditions of the offering.

If you have any questions or need further assistance, please contact me at 972-855-4031. Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in black ink that reads "Jason Schneider". The signature is written in a cursive style with a long, sweeping underline.

Jason Schneider
Assistant Treasurer

**COMMONWEALTH OF KENTUCKY
CASE NO: 2015-00346**

**REPORT OF ACTION
Prepared November 28, 2017**

Reference is made to the order entered into on December 16, 2015, which requires the Company to make a report to the Commission concerning the issuance of securities under the \$2,500,000,000 universal shelf registration.

Atmos hereby reports:

1. On June 8, 2017, Atmos Energy Corporation ("Atmos Energy") completed a public offering of \$750,000,000 aggregate principal amount of its senior notes, consisting of \$500,000,000 aggregate principal amount of 3.000% Senior Notes due 2027 (the "2027 notes") and \$250,000,000 aggregate principal amount of 4.125% Senior Notes due 2044 (the "new 2044 notes," and, together with the 2027 notes, the "notes"). The offering has been registered under the Securities Act of 1933, as amended, pursuant to a registration statement on Form S-3 (Registration No. 333-210424) of Atmos Energy and the Prospectus Supplement dated June 5, 2017, which was filed with the Securities and Exchange Commission pursuant to Rule 424(b) of the Securities Act on June 7, 2017. Atmos Energy received net proceeds from the offering, after the underwriting discount and estimated offering expenses payable by us and excluding amounts paid by the purchasers with respect to interest deemed to have accrued on the new 2044 notes from April 15, 2017 to the closing date of the offering, of approximately \$752 million.
2. A list of actual fees and expenses related to the debt offering as of August 31, 2017 is shown on the attachment labeled Exhibit A.

Atmos Energy Corporation



Jason Schneider
Assistant Treasurer

Atmos Energy Corporation
June 2017 Debt Offering Expenses
Exhibit A

	4.125% Sr Notes Due 2044 Debt Offering Fees	3.00% Sr Notes Due 2027 Debt Offering Fees	Total Actuals as of August 31, 2017
Chatham Financial	\$41,580	\$0	\$41,580
Ernst & Young Fees	\$12,088	\$24,177	\$36,265
Rating Agency Fees:			
Moody's	\$163,750	\$327,500	\$491,250
S&P	\$162,500	\$325,000	\$487,500
Attorney Fees	\$52,105	\$104,211	\$156,316
Printing & Postage Expenses	\$21,470	\$42,939	\$64,409
Corporation Service Company - Misc Expenses	\$231	\$462	\$693
US Bank Acceptance Fee	\$2,500	\$10,500	\$13,000
SEC Filing Fee	\$29,300	\$58,599	\$87,899
Shelf Registration Costs	\$16,166	\$32,332	\$48,498
Total Other Expenses	\$501,690	\$925,720	\$1,427,410
Underwriting Discounts	\$2,187,500	\$3,250,000	\$5,437,500
	\$2,689,190	\$4,175,720	\$6,864,910