

RECEIVED

DEC 10 2020

PUBLIC SERVICE
COMMISSION

ATMOS ENERGY CORPORATION

VIA ELECTRONIC MAIL

December 10, 2020

Ms. Linda Bridwell
Executive Director
Kentucky Public Service Commission
211 Sower Blvd.
PO Box 615
Frankfort, Kentucky 40602

RE: Petition for Clarification– Case No. 2019-00421

Dear Director Bridwell:

Atmos Energy submits the accompanying Petition for Clarification in connection with the Commission's Order regarding the review of the Company's at the market stock issuance transactions in connection with its shelf registration approved in Case No. 2019-00421.

Please feel free to contact me at 214.906.9827 if you have any questions and/or need any additional information.

Sincerely,

Handwritten signature of Kevin C. Frank in black ink.

Kevin C. Frank
Senior Attorney
Atmos Energy Corporation
5430 LBJ Freeway, Ste. 1800
Dallas, TX 75240

ATMOS ENERGY CORPORATION

VIA ELECTRONIC MAIL

December 10, 2020

Ms. Linda Bridwell
Executive Director
Kentucky Public Service Commission
211 Sower Blvd.
PO Box 615
Frankfort, Kentucky 40602

RE: Petition for Clarification– Case No. 2019-00421

Dear Director Bridwell:

Atmos Energy submits the accompanying Petition for Clarification in connection with the Commission's Order regarding the review of the Company's at the market stock issuance transactions in connection with its shelf registration approved in Case No. 2019-00421.

Please feel free to contact me at 214.906.9827 if you have any questions and/or need any additional information.

Sincerely,

A handwritten signature in black ink that reads "Kevin C. Frank". The signature is written in a cursive style with a large initial 'K' and 'F'.

Kevin C. Frank
Senior Attorney
Atmos Energy Corporation
5430 LBJ Freeway, Ste. 1800
Dallas, TX 75240

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF ATMOS ENERGY)	
CORPORATION FOR AN ORDER AUTHORIZING)	CASE NO.
THE IMPLEMENTATION OF \$4,000,000,000)	2019-00421
UNIVERSAL SHELF REGISTRATION)	

ATMOS ENERGY CORPORATION PETITION FOR CLARIFICATION

Atmos Energy Corporation (“Atmos Energy” or “Company”) respectfully requests clarification of the Kentucky Public Service Commission’s (“Commission”) December 18, 2019 Order (“Order”) in this proceeding. The Company’s requested clarification is intended to resolve a minor oversight regarding different types of Securities and Exchange Commission filings that are relevant in this Case.

1. The Order requires Atmos Energy to file with the Commission a statement providing certain information about each stock issuance under its at the market (“ATM”) program, within ten days following the date each such stock issuance was “...publicly disclosed in Atmos’ 10-Q report filed with the SEC.”

2. Reference to Atmos’ quarterly 10-Q reports is appropriate for the first three quarters of each fiscal year, but not for the fourth quarter of the Company’s fiscal year, which ends on September 30th. Like nearly every other publicly traded company, at the conclusion of Atmos Energy’s fourth quarter, it does not file a 10-Q report with the SEC, but rather, it files its annual audited 10-K report, which, in addition to required annual information concerning the Company’s operations, also includes the same type of information relevant to the review of ATM transactions

as provided in the Company's 10-Q reports. In effect, the annual 10-K is filed with the SEC in lieu of the quarterly 10-Q report for the final quarter of the Company's fiscal year.

3. For that reason, the Company timely filed its 10-K report with the Commission in November 2020. That 10-K report did publicly discuss the stock issuances under the ATM program for the fourth quarter (July, August and September, 2020) of the Company's fiscal year on pages 31 and 59.

4. Upon receipt of the Company's 10-K report, Commission Staff informed the Company that the Order did not contemplate reviewing the Company's ATM transactions upon the filing of a 10-K report, but instead, only upon the filing of a 10-Q report. This was the first time this issue had arisen, since the most recent November filing was the first time since the Order was issued that the Company filed a 10-K report in lieu of a 10-Q report.

5. The Company will not file a 10-Q report again until after the closing of the first quarter of its 2021 fiscal year. That 10-Q report would likely be filed in February, 2021. Under a plain reading of the Order, that means that the Company's ATM transactions in July, August, and September would not be reviewed until February, 2021. This would repeat in subsequent years, as no 10-Q report is typically filed between August and February.

6. The Company believes that the Commission's intent in the Order was that ATM transactions would be reviewed on a quarterly basis after the filing of the Company's quarterly SEC reports, but technically the Order refers only to the filing of a "10-Q report." Without the requested clarification, there would be an annual "skip" in the quarterly review process.

7. Accordingly, the Company asks that the Commission clarify the Order intended to have the required ATM information be filed "...within ten days following the date each stock

issuance was publicly disclosed in Atmos' 10-Q report or 10-K report filed in lieu of a 10-Q report filed with the SEC".

WHEREFORE, for the reasons stated herein, Atmos Energy Corporation respectfully requests clarification of the Commission's Order as above stated.

Respectfully submitted on this 10th day of December, 2020.

Mark R. Hutchinson
WILSON, HUTCHINSON &
LITTLEPAGE
611 Frederica Street
Owensboro, Kentucky 42301
(270) 926-5011
randy@whplawfirm.com

And

John N. Hughes
Attorney at Law
124 W. Todd St.
Frankfort, KY 40601
502 227 7270
jnhughes@johnnhughespsc.com

Counsel for Atmos Energy Corporation