

**COMMONWEALTH OF KENTUCKY**  
**CASE NO: 2023-00001**

**REPORT OF ACTION**  
**Prepared May 14, 2024**

Reference is made to the order entered into on March 9, 2023, which requires the Company to make a report to the Commission within ten days after filing its 10Q or 10K filing with the SEC regarding the issuance of common stock and/or debt securities under the \$5,000,000,000 universal shelf registration.

Atmos Energy Corporation hereby reports:

**Atmos Energy Corporation At-The-Market (ATM) Equity Distribution Agreement**

On March 31, 2023, Atmos Energy Corporation (“Atmos Energy”) entered into an equity distribution agreement (the “Equity Distribution Agreement”) with the Managers (the “Managers”) and Forward Purchasers (the “Forward Purchasers”) named in Schedule A thereto and with respect to the offering and sale from time to time through the Managers, as Atmos Energy’s sales agents, of shares of Atmos Energy’s common stock, no par value, having an aggregate offering price of up to \$1,000,000,000 through March 31, 2026 (including shares of common stock that may be sold pursuant to the forward sale agreements described below, the “Shares”). This ATM equity sales program replaced our previous ATM equity sales program, filed on March 23, 2022. Sales of the Shares, if any, will be made by means of ordinary brokers’ transactions through the facilities of the New York Stock Exchange at market prices, in block transactions or as otherwise agreed between Atmos Energy and the Managers. Under the terms of the Agreement, Atmos Energy may also sell Shares from time to time to a Manager as principal for its own account at a price to be agreed upon at the time of sale. The Agreement provides that each Manager, when it is acting as Atmos Energy’s sales agent, will be entitled to a commission of 1.00% of the gross offering proceeds of the Shares sold through such Manager. Atmos Energy has no obligation to offer or sell any Shares under the Agreement, and may at any time suspend offers and sales under the Agreement.

The Equity Distribution Agreement provides that, in addition to the issuance and sale of shares by Atmos Energy to or through the Managers, Atmos Energy may enter into forward sale agreements under the master forward sale confirmations (the “Master Forward Sale Confirmations”) dated March 31, 2023 between Atmos Energy and each Forward Purchaser and the related supplemental confirmations to be entered into between Atmos Energy and the relevant Forward Purchaser. In connection with each such forward sale agreement, the relevant Forward Purchaser will, at Atmos Energy’s request, borrow from third parties and, through the relevant Manager, sell a number of Shares equal to the number of Shares underlying the particular forward sale agreement to hedge the forward sale agreement (each such Manager, when acting as agent for a Forward Purchaser, a “Forward Seller”).

Atmos Energy will not initially receive any proceeds from the sale of borrowed shares of Atmos Energy’s common stock by a Forward Seller. Atmos Energy expects to receive proceeds from the sale of Shares by a Forward Seller upon future physical settlement of the relevant forward sale agreement with the relevant Forward Purchaser on dates specified by Atmos Energy on or prior to the maturity date of the relevant forward sale agreement. If Atmos Energy elects to cash settle or net share settle a forward sale agreement, Atmos Energy may not (in the case of cash settlement) or will not (in the case of net share settlement) receive any proceeds, and Atmos Energy may owe cash (in the case of cash settlement) or shares of common stock (in the case of net share settlement) to the relevant Forward Purchaser. In connection with each forward

sale agreement, the relevant Forward Seller will receive, in the form of a reduced initial forward sale price payable by the relevant Forward Purchaser under its forward sale agreement, a commission of 1.00% of the volume weighted average of the sales prices of all borrowed shares of common stock sold during the applicable period by it as a Forward Seller.

During the six months ended March 31, 2024, we executed forward sales under our ATM equity sales program with various forward sellers who borrowed and sold 5,917,899 shares of our common stock at an aggregate price of \$678.9 million. During the six months ended March 31, 2024, we also settled forward sale agreements with respect to 2,144,558 shares that had been borrowed and sold by various forward sellers under the ATM program for net proceeds of \$254.0 million. As of March 31, 2024, \$81.6 million of equity was available for issuance under our existing ATM equity sales program. On May 8, 2024, we plan to file a new ATM equity sales program under which we may issue and sell shares of our common stock up to an aggregate offering price of \$1.0 billion (including shares of common stock that may be sold pursuant to forward sale agreements entered into in connection with the ATM equity sales program). Additionally, as of March 31, 2024, we had \$889.7 million in available proceeds from outstanding forward sale agreements, as detailed below.

<b>Maturity</b>	<b>Shares Available</b>	<b>Net Proceeds Available (In thousands)</b>	<b>Forward Price</b>
September 30, 2024	861,655	\$ 101,838	\$ 118.19
December 31, 2024	2,176,974	251,971	\$ 115.74
June 30, 2025	4,695,737	535,871	\$ 114.12
<b>Total</b>	<b>7,734,366</b>	<b>\$ 889,680</b>	<b>\$ 115.03</b>

Atmos Energy intends to use the net proceeds received upon the issuance and sale of shares of Common Stock to fund capital spending primarily to enhance the safety and reliability of our system and for general corporate purposes.

### **Atmos Energy Corporation Forward Starting Interest Rate Swaps**

We manage interest rate risk by periodically entering into financial instruments to effectively fix the Treasury yield component of the interest cost associated with anticipated financings. The following table summarizes our existing forward starting interest rate swaps as of March 31, 2024. These swaps were designated as cash flow hedges at the time the agreements were executed.

<b>Planned Debt Issuance Date</b>	<b>Amount Hedged (In thousands)</b>	<b>Effective Interest Rate</b>
Fiscal 2025	\$ 600,000	1.75%
Fiscal 2026	300,000	2.16%
	<b>\$ 900,000</b>	

### **\$5B Shelf Registration**

On March 31, 2023, we filed a shelf registration statement with the Securities and Exchange Commission (SEC) that allows us to issue up to \$5.0 billion in common stock and/or debt securities, which expires March 31, 2026. This shelf registration statement replaced our

previous shelf registration statement which was filed on June 29, 2021. At March 31, 2024, \$3.1 billion of securities were available for issuance under this shelf registration statement. Please refer to the SEC website for confirmed copies of the registration statement and prospectus supplements to complete our filing requirements.

Atmos Energy Corporation

A handwritten signature consisting of the letters 'RR' in a stylized, cursive font.

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Rebecca Reneau  
Manager Treasury Services