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Public Service
Commission

August 9, 2016

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 docket, 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 972-855-3725. Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Jane A. South".

Jane A. South
Assistant Treasurer

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COMMONWEALTH OF KENTUCKY
CASE NO: 2015-00346

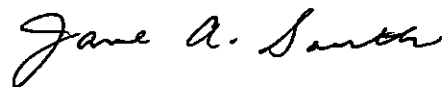
REPORT OF ACTION
Prepared August 9, 2016

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 March 28, 2016, we entered into an at-the-market (ATM) equity distribution agreement (the Agreement) with Goldman, Sachs & Co., Merrill Lynch, Pierce, Fenner & Smith Incorporated and Morgan Stanley & Co. LLC in their capacity as agents and/or as principals (Agents). Under the terms of the Agreement, we may issue and sell, through any of the Agents, shares of our common stock, up to an aggregate offering price of \$200 million, through the period ended March 28, 2019. We may also sell shares from time to time to an Agent for its own account at a price to be agreed upon at the time of sale. We will pay each Agent a commission of 1.0% of the gross offering proceeds of the shares sold through it as a sales agent. We have no obligation to offer or sell any shares under the Agreement, and may at any time suspend offers and sales under the Agreement. The shares will be issued pursuant to our shelf registration statement filed with the SEC on March 28, 2016 that originally permitted us to issue, from time to time, up to \$2.5 billion in common stock and/or debt securities. During the third fiscal quarter of 2016, we sold 1,360,756 shares of common stock under the ATM program for \$100.0 million and received net proceeds of \$98.7 million. At June 30, 2016, \$2.4 billion of securities remain available for issuance under the shelf registration statement.
2. Please reference Exhibit A for completed sale(s) of shares of common stock under Atmos Energy Corporation's above mentioned at-the-market (ATM) equity distribution agreement.
3. Please refer to the SEC website for confirmed copies of the registration statement and prospectus supplement to complete our filing requirements.

Atmos Energy Corporation



Jane South
Assistant Treasurer

COMMONWEALTH OF KENTUCKY
PUBLIC SERVICE COMMISSION
CASE No. PUE-2015-00346

Report of Action
Exhibit A
Prepared August 9, 2016

Trade Date	Settlement Date	Security Name	Quantity	Gross Price	Gross Consideration	Commission/Fees	Net Consideration	Net Price
05/09/2016	05/12/2016	Atmos Energy Corporation CMN	48,411	\$ 74.3104	\$ 3,597,440.77	\$ 36,052.83	\$ 3,561,387.94	\$ 73.5657
05/10/2016	05/13/2016	Atmos Energy Corporation CMN	48,980	\$ 74.5812	\$ 3,652,987.18	\$ 36,609.44	\$ 3,616,377.74	\$ 73.8338
05/11/2016	05/16/2016	Atmos Energy Corporation CMN	86,376	\$ 74.4468	\$ 6,430,416.80	\$ 64,444.29	\$ 6,365,972.51	\$ 73.7007
05/12/2016	05/17/2016	Atmos Energy Corporation CMN	172,601	\$ 74.4546	\$ 12,850,938.41	\$ 128,789.16	\$ 12,722,149.25	\$ 73.7084
05/13/2016	05/18/2016	Atmos Energy Corporation CMN	112,316	\$ 74.3577	\$ 8,351,559.43	\$ 83,697.57	\$ 8,267,861.86	\$ 73.6125
05/16/2016	05/19/2016	Atmos Energy Corporation CMN	191,649	\$ 74.7598	\$ 14,327,640.91	\$ 143,588.35	\$ 14,184,052.56	\$ 74.0106
05/17/2016	05/20/2016	Atmos Energy Corporation CMN	19,303	\$ 74.2724	\$ 1,433,680.14	\$ 14,368.06	\$ 1,419,312.08	\$ 73.5281
05/18/2016	05/23/2016	Atmos Energy Corporation CMN	9,779	\$ 73.1005	\$ 714,849.79	\$ 7,148.50	\$ 707,701.29	\$ 72.3695
05/20/2016	05/25/2016	Atmos Energy Corporation CMN	17,220	\$ 72.0573	\$ 1,240,826.71	\$ 12,408.27	\$ 1,228,418.44	\$ 71.3367
05/23/2016	05/26/2016	Atmos Energy Corporation CMN	39,336	\$ 71.7120	\$ 2,820,863.23	\$ 28,208.63	\$ 2,792,654.60	\$ 70.9949
05/24/2016	05/27/2016	Atmos Energy Corporation CMN	146,546	\$ 72.1957	\$ 10,579,991.05	\$ 105,799.91	\$ 10,474,191.14	\$ 71.4737
05/25/2016	05/31/2016	Atmos Energy Corporation CMN	78,229	\$ 72.0034	\$ 5,632,753.98	\$ 56,327.54	\$ 5,576,426.44	\$ 71.2834
05/26/2016	06/01/2016	Atmos Energy Corporation CMN	72,037	\$ 72.2557	\$ 5,205,083.86	\$ 52,050.84	\$ 5,153,033.02	\$ 71.5331
05/27/2016	06/02/2016	Atmos Energy Corporation CMN	61,118	\$ 72.4451	\$ 4,427,699.62	\$ 44,277.00	\$ 4,383,422.62	\$ 71.7206
05/31/2016	06/03/2016	Atmos Energy Corporation CMN	138,063	\$ 72.8959	\$ 10,064,226.64	\$ 100,861.41	\$ 9,963,365.23	\$ 72.1654
06/01/2016	06/06/2016	Atmos Energy Corporation CMN	81,279	\$ 72.9301	\$ 5,927,685.60	\$ 59,406.03	\$ 5,868,279.57	\$ 72.1992
06/02/2016	06/07/2016	Atmos Energy Corporation CMN	20,700	\$ 72.6632	\$ 1,504,128.24	\$ 15,073.99	\$ 1,489,054.25	\$ 71.9350
06/03/2016	06/08/2016	Atmos Energy Corporation CMN	16,813	\$ 73.5845	\$ 1,237,176.20	\$ 12,398.68	\$ 1,224,777.52	\$ 72.8471
			<u>1,360,756</u>		<u>\$ 99,999,948.56</u>	<u>\$ 1,001,510.50</u>	<u>\$ 98,998,438.06</u>	

Additional Expenses

SEC Filing Fee	(\$20,138.00)
Ernst & Young LLP	(\$86,000.00)
Ernst & Young LLP	(\$48,000.00)
Gibson Dunn & Crutcher LLP	(\$115,348.06)
Gibson Dunn & Crutcher LLP	(\$12,665.39)
Gibson Dunn & Crutcher LLP	(\$15,718.00)
	<u>(\$297,869.45)</u>

Net Proceeds **\$ 98,700,568.61**