

ATMOS ENERGY CORP
Form 4
October 03, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BEST ROBERT W

(Last) (First) (Middle)
**5430 LBJ FREEWAY, 1800 III
LINCOLN CENTRE**
(Street)

DALLAS, TX 75240

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ATMOS ENERGY CORP [ATO]

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/01/2013		M		24,000	A	\$ 42.66
Common Stock	10/01/2013		F		9,504 <u>(1)</u>	D	\$ 42.66
Common Stock					61,384.8354 <u>(2)</u>	I	

By Retirement Savings Plan and Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Shares of ATO common stock issued upon vesting of restricted stock units typically are delivered to the reporting person three years from date of grant. However, in compliance with Internal Revenue Code section 409A, these shares were instead issued following a period of six months after the reporting person's date of retirement.

- (5) Each phantom stock unit is equivalent to one share of the Company's common stock.
- (6) The phantom stock units were awarded under the Plan and are to be settled upon the reporting person's termination of service on the Company's Board.
- (7) Includes 51.76 phantom stock units resulting from dividend equivalents converted to phantom stock units, which have been credited to the reporting person's account since April 3, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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