

APPLICATION FOR AN ORDER AUTHORIZING THE ISSUANCE OF UP TO 147,260 SHARES OF COMMON STOCK REMAINING THROUGH ITS EQUITY INCENTIVE AND DEFERRED COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS IN AN AMOUNT NOT TO EXCEED \$5,000,000 PURSUANT TO SECTION 6-102 OF THE PUBLIC UTILITY ACT.

Docket 04-0634

**REPORT OF ACTION UNDER CODE 240  
For the quarter ended March 31, 2009  
Prepared May 28, 2009**

Reference is made to the order entered into on December 21, 2004 in captioned matter, which required that the Petitioner shall make a report to the Commission in accordance with the provisions of 83 Illinois Administration Code 240, as revised, relative to the issuance of common stock pursuant to the terms and provisions of the Equity Incentive and Deferred Compensation Plan.

Petitioner hereby reports:

For the period January 1, 2009 through March 31, 2009, the Petitioner reports that there were 17,646 shares issued under the Equity Incentive and Deferred Compensation Plan for Non-Employee Directors. The aggregate number of shares authorized and not issued under Docket 04-0634 was 106,568 as of March 31, 2009.

Atmos Energy Corporation

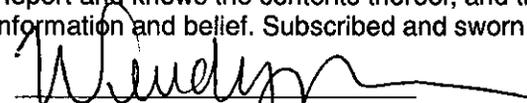
  
Robert J. Smith  
Assistant Treasurer

04-0634  
2009 MAY 3 P 12:36  
CHIEF CLERK'S OFFICE  
ILLINOIS COMMERCE COMMISSION

**VERIFICATION**

STATE OF TEXAS            }  
COUNTY OF DALLAS        }        SS.

Robert J. Smith, being first duly sworn, on oath deposes and says that he is the Assistant Treasurer of Atmos Energy Corporation, the Petitioner in the foregoing report, and that he has read said Report and knows the contents thereof, and that the same is true to the best of his knowledge, information and belief. Subscribed and sworn to before me this 28th day of May, 2009.

  
Notary Public, State of Texas

