ATMOS energy

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ILLINOIS COMMERCE COMMISSION

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CHIEF CLERK'S OFFICE

ORIGINAL

February 21, 2012

Ms. Elizabeth Rolando
Chief Clerk
Illinois Commerce Commission
527 East Capitol Avenue
Springfield, IL 62701

amended

RE: Atmos Energy Corporation Docket No. 09-0461

Dear Ms. Rolando:

Pursuant to the Order of the Illinois Commerce Commission dated February 2, 2010 in the above referenced docket, enclosed is an amended report of action for Atmos Energy Corporation for the quarter ended June 30, 2011 relating to the issuance of securities pursuant to the $1,300,000,000 universal shelf registration.

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,

Jane A. South

Jane A. South
Assistant Treasurer

cc: Phil Hardas
Doug Walther

Atmos Energy Corporation
P.O. Box 650205, Dallas, Texas 75265-0205
P (972) 934-9227 atmosenergy.com

STATE OF ILLINOIS
ILLINIOS COMMERCE COMMISSION

IN THE MATTER OF THE APPLICATION
OF ATMOS ENERGY CORPORATION FOR AN
ORDER AUTHORIZING THE IMPLEMENTATION
OF UNIVERSAL SHELF REGISTRATION PURSUANT
TO SECTION 6-102 OF THE PUBLIC UTITLIES ACT

Docket 09-0461

REPORT OF ACTION UNDER CODE 240
QUARTER ENDED June 30, 2011
Prepared February 21, 2012
AMENDED RETURN

Reference is made to the order entered into on February 2, 2010, which required that the Petitioner make a report to the Commission in accordance with the provisions of 83 Illinois Administration Code 240, as revised, relative to the implementation of universal shelf registration.

Petitioner hereby reports:

Our $350 million 7.375% senior notes were paid on their maturity date on May 15, 2011 using commercial paper borrowings. In effect, we refinanced this debt on a long-term basis through the issuance of $400 million in Senior Notes due 2041 to the public at a discount of 99.678% with net proceeds after expenses, to the Company of $394.4 million. The offering was priced using 30 year Treasuries plus 125 bps for a coupon of 5.5% for a yield to maturity of 5.522%. On September 30, 2010, the Company entered into three Treasury lock agreements to fix the Treasury yield component of the interest cost of financing the anticipated issuances of senior notes. The Treasury locks were settled on June 7, 2011 with the receipt of $20.1 million from the counterparties due to an increase in the 30-year Treasury lock rates between inception of the Treasury lock and settlement. The effective interest rate on these notes is 5.381%, after giving effect to offering costs and the settlement of the $300 million Treasury locks. Substantially all of the net proceeds of approximately $394.4 million were used to repay $350 million of outstanding commercial paper. The remainder of the net proceeds was used for general corporate purposes. The cumulative principal amount issued under Docket 09-0461 as of this report date is $400 million. The remaining amount allowed under this docket is $900 million.

Atmos Energy Corporation

Jane A. South
Assistant Treasurer

VERIFICATION
STATE OF TEXAS }
COUNTY OF DALLAS } SS.

Jane A. South, being first duly sworn, on oath deposes and says that she is the Assistant Treasurer of Atmos Energy Corporation, the Petitioner in the foregoing report, and that she has read said Report and knows the contents thereof, and that the same is true to the best of her knowledge, information and belief. Subscribed and sworn to before me this 21st day of February, 2012.

Notary Public, State of Texas

Wendy Michelle Novara
Notary Public, State of Texas
My Commission Expires
March 31, 2014