

Lawhorn Caron A
Form 4
February 21, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
Lawhorn Caron A

2. Issuer Name and Ticker or Trading Symbol
ONE Gas, Inc. [OGS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/21/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

15 E. 5TH STREET

See Remarks

(Street)

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

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

TULSA, OK 74103

(City) (State) (Zip)

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 or Price					
Common stock, par value \$0.01	02/19/2018		M		16,632 <u>(1)</u>	A	\$ 68.17 <u>(1)</u>	123,636	D	
Common stock, par value \$0.01	02/19/2018		F		7,374 <u>(1)</u>	D	\$ 68.17 <u>(1)</u>	116,262	D	
Common stock, par value \$0.01	02/17/2018		M		2,072 <u>(2)</u>	A	\$ 68.17 <u>(2)</u>	118,334	D	
Common stock, par	02/17/2018		F		978 <u>(2)</u>	D	\$ 68.17	117,356	D	

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value \$0.01	<u>(2)</u>			
Common stock, par value \$0.01		1,073	I	by 401(k) Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Performance Units 2015	<u>(1)</u>	02/19/2018		M		7,725		<u>(1)</u>	<u>(1)</u>	Common stock, par value \$0.01	7,725
Restricted Units 2015	<u>(2)</u>	02/17/2018		M		1,925		<u>(2)</u>	<u>(2)</u>	Common stock, par value \$0.01	1,925
Performance Units 2018	<u>(3)</u>	02/19/2018		A		4,694		<u>(3)</u>	<u>(3)</u>	Common stock, par value \$0.01	4,694
Restricted Units 2018	<u>(4)</u>	02/19/2018		A		1,174		<u>(4)</u>	<u>(4)</u>	Common stock, par value \$0.01	1,174

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

