#### ATMOS ENERGY CORP

Form 4

October 02, 2006

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

0.5

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading WARE RICHARD II Issuer Symbol ATMOS ENERGY CORP [ATO] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner Other (specify Officer (give title **BOX ONE** 10/02/2006 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting AMARILLO, TX 79105 Person

| (City)                               | (State)                              | (Zip) Table   | e I - Non-D                             | erivative  | Secur  | ities Acq  | uired, Disposed o  | f, or Beneficial  | ly Owned |
|--------------------------------------|--------------------------------------|---|---|--|--------|--|--|---|----------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |
| Common<br>Stock                      | 10/02/2006                           |   | Code $V$ $A_{(1)}^{(1)}$                | Amount 306   | or (D) | Price \$ 28.55   | (Instr. 3 and 4)<br>23,221   | D   |          |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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| 1. Title o | of 2.         | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Title a  | nd 8.  | Price of  | 9. Nu  |
|------------|---------------|---------------------|--------------------|------------|------------|---------------|-------------|-------------|--------|-----------|--------|
| Derivativ  | ve Conversion | (Month/Day/Year)    | Execution Date, if | Transact   | ionNumber  | Expiration D  | ate         | Amount      | of Do  | erivative | Deriv  |
| Security   | or Exercise   |                     | any                | Code       | of         | (Month/Day/   | Year)       | Underlyi    | ng Se  | ecurity   | Secui  |
| (Instr. 3) | Price of      |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e             |             | Securities  | s (Iı  | nstr. 5)  | Bene   |
|            | Derivative    |                     |                    |            | Securities | S             |             | (Instr. 3 a | and 4) |           | Own    |
|            | Security      |                     |                    |            | Acquired   |               |             |             |        |           | Follo  |
|            | •             |                     |                    |            | (A) or     |               |             |             |        |           | Repo   |
|            |               |                     |                    |            | Disposed   |               |             |             |        |           | Trans  |
|            |               |                     |                    |            | of (D)     |               |             |             |        |           | (Instr |
|            |               |                     |                    |            | (Instr. 3, |               |             |             |        |           |        |
|            |               |                     |                    |            | 4, and 5)  |               |             |             |        |           |        |
|            |               |                     |                    | Code V     | (A) (D)    | Date          | Expiration  | Title Ar    | mount  |           |        |
|            |               |                     |                    | Code v     | (A) (D)    |               | *           |             |        |           |        |
|            |               |                     |                    |            |            | Exercisable   | Date        | or          |        |           |        |
|            |               |                     |                    |            |            |               |             |             | umber  |           |        |
|            |               |                     |                    |            |            |               |             | of          |        |           |        |
|            |               |                     |                    |            |            |               |             | Sh          | ares   |           |        |

# **Reporting Owners**

| Reporting Owner Name / Address    | Relationships |           |              |  |  |  |  |
|-----------------------------------|---------------|-----------|--------------|--|--|--|--|
| reporting Owner France / Francess | Director      | 10% Owner | Officer Othe |  |  |  |  |
| WARE RICHARD II                   |               |           |              |  |  |  |  |
| BOX ONE                           | X             |           |              |  |  |  |  |
| AMARILLO, TX 79105                |               |           |              |  |  |  |  |

# **Signatures**

Dwala Kuhn by
POA

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This acquisition was made under the Atmos Energy Corporation Outside Directors Stock-For-Fee Plan in a transaction exempt under R ule 16b-3(d).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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