ATMOS ENERGY CORP

Form 4

November 10, 2015

FORM 4

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

OMB Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

1(0).

Common

Common

Stock

Stock

11/06/2015

11/06/2015

(Print or Type Responses)

1. Name and Address of Reporting Person * GREGORY LOUIS P			Symbol		Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
			ATMC	SENERO	GY CORP [ATO]	(Che	ck all applicable	·)		
	(Last)	(First) (1	Middle) 3. Date of	of Earliest T	ransaction					
			(Month/	Day/Year)		Director	10%	Owner		
	5430 LBJ F	REEWAY , 1800	III 11/06/2	2015		_X_ Officer (give title Other (specify				
LINCOLN CENTRE						below) below) Sr VP, GC & Corp. Secretary				
(Street)			4. If Am	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Mo	onth/Day/Yea	r)	Applicable Line) _X_ Form filed by One Reporting Person				
DALLAS, TX 75240						Form filed by More than One Reporting Person				
	(City)	(State)	(Zip) Tab	le I - Non-I	Derivative Securities Acq	quired, Disposed o	of, or Beneficial	ly Owned		
	1.Title of	2. Transaction Date	e 2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of		
	Security	(Month/Day/Year)	Execution Date, if	Transacti	on(A) or Disposed of (D)	Securities	Form: Direct	Indirect		
	(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial		
			(Month/Day/Year)	(Instr. 8)		Owned	Indirect (I)	Ownership		
						Following	(Instr. 4)	(Instr. 4)		
					(A)	Reported				
					or	Transaction(s)				
				Code V	Amount (D) Price	(Instr. 3 and 4)				

Code V

M

 $F^{(1)}$

Amount

8,048

3,156

(D)

Α

Price

\$0

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)

83,789

80,633

D

D

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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. Transacti Code (Instr. 8)	5. Number on f 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)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(2)</u>	11/06/2015		M	8,048	(3)	(3)	Common Stock	8,048	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GREGORY LOUIS P 5430 LBJ FREEWAY 1800 III LINCOLN CENTRE DALLAS, TX 75240

Sr VP, GC & Corp. Secretary

Signatures

/s/Suzanne Johnson by POA 11/10/2015

**Signature of Reporting 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) Shares withheld pursuant to a tax withholding obligation under the 1998 Long-Term Incentive Plan of the Company.
- (2) Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.
- (3) The restricted stock units vested and were delivered to the reporting person three years from date of grant.

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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