

ATMOS ENERGY CORP  
Form DEFA14A  
December 22, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a)**

**of the Securities Exchange Act of 1934**

**(Amendment No.    )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

**Atmos Energy Corporation**

**(Name of Registrant as Specified In Its Charter)**

**(Name of Person(s) Filing Proxy Statement, if other than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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*ATMOS ENERGY CORPORATION*

**\*\* IMPORTANT NOTICE \*\***

**Regarding the Availability of Proxy Materials**

You are receiving this communication because you hold shares in the above company, and the materials you should review before you cast your vote are now available.

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

*ATMOS ENERGY CORPORATION*

*C/O AMERICAN STOCK TRANSFER*

*6201 15TH AVENUE, SECOND FLOOR*

*BROOKLYN, NY 11219*

**Shareholder Meeting to be held on February 4, 2009**

**Proxy Materials Available**

Notice and Proxy Statement  
Summary Annual Report  
Form 10-K

**PROXY MATERIALS - VIEW OR RECEIVE**

**You can choose to view the materials online or receive a paper or e-mail copy. There is NO charge for requesting a copy. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.**

**To facilitate timely delivery please make the request as instructed below on or before January 21, 2009.**

**HOW TO VIEW MATERIALS VIA THE INTERNET**

Have the 12 Digit Control Number (located on the following page) available and visit: [www.proxyvote.com](http://www.proxyvote.com)

**HOW TO REQUEST A COPY OF MATERIALS**

- 1) BY INTERNET - [www.proxyvote.com](http://www.proxyvote.com)
- 2) BY TELEPHONE - 1-800-579-1639
- 3) BY E-MAIL\* - [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\*If requesting materials by e-mail, please send a blank e-mail with the 12 Digit Control Number in the subject line.

*See the Reverse Side for Meeting Information and Instructions on How to Vote*

**Meeting Information**

Meeting Type: Annual  
Meeting Date: February 4, 2009  
Meeting Time: 11:00 a.m. CST  
For holders as of: December 10, 2008

**Meeting Location:**

Pavilion Ballroom  
Belo Mansion  
2101 Ross Avenue  
Dallas, TX 75201

**Meeting Directions:**

For Meeting Directions Please Call:  
972-934-9227

**How To Vote**

**Vote By Internet**

To vote *now* by Internet, go to [WWW.PROXYVOTE.COM](http://WWW.PROXYVOTE.COM). Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 p.m. Eastern Time the day before the meeting date. Have your notice in hand when you access the web site and follow the instructions.

**Vote in Person**

Any shareholder of Atmos Energy is invited to attend the Annual Meeting. If you wish to wait and vote these shares at the meeting, you will need to request a ballot at the meeting.

**Voting items**

**The Board of Directors recommends that you vote FOR the election of all nominees for election to the Board of Directors, FOR proposal 2 and AGAINST proposal 3.**

1. ELECTION OF DIRECTORS

**Nominees for Class I:**

01) Ruben E. Esquivel

**Nominees for Class II:**

02) Richard W. Cardin

03) Thomas C. Meredith

04) Nancy K. Quinn

05) Stephen R. Springer

06) Richard Ware II

2. Proposal to ratify the appointment of Ernst & Young LLP as independent registered public accounting firm for fiscal 2009.

3. Shareholder proposal regarding declassification of Board of Directors.

PLEASE NOTE: YOU CANNOT VOTE BY RETURNING THIS NOTICE. You must first review the proxy materials before you may vote over the Internet or by telephone. You may also vote by requesting and returning a paper proxy card or by submitting a ballot in person at the meeting.