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ATMOS ENERGY CORP  
Form 8-K  
May 22, 2001

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 8-K

Current Report Pursuant to Section 13 or  
15(d) of the Securities Exchange Act of 1934

May 15, 2001  
Date of Report (Date of earliest event reported)

ATMOS ENERGY CORPORATION  
(Exact Name of Registrant as Specified in its Charter)

TEXAS AND VIRGINIA	1-10042	75-1743247
----- (State or Other Jurisdiction of Incorporation or Organization)	----- Commission File Number	----- (I.R.S. Employer Identification No.)
1800 THREE LINCOLN CENTRE, 5430 LBJ FREEWAY, DALLAS, TEXAS		75240
----- (Address of Principal Executive Offices)		----- (Zip Code)

(972) 934-9227  
-----  
(Registrant's Telephone Number, Including Area Code)

Not Applicable  
-----  
(Former Name or Former Address, if Changed Since Last Report)

ITEM 5. OTHER EVENTS.

On May 15, 2001, Atmos Energy Corporation ("Registrant") and Banc of America Securities LLC, on behalf of the underwriters named in Schedule A to that certain Purchase Agreement (collectively the "Underwriters"), executed the Purchase Agreement in connection with the sale by Registrant to the Underwriters of a total of \$350,000,000 of the Company's Senior Notes, a copy of which is attached hereto as Exhibit 99.1.

On May 22, 2001, Registrant executed that certain Global Security representing a total of \$350,000,000 in 7 3/8% Senior Notes due 2011, a copy of which is attached hereto as Exhibit 99.2.

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On May 22, 2001, Registrant and SunTrust Bank executed that certain Indenture, relating to the issuance of a total of \$350,000,000 in 7 3/8% Senior Notes due 2011, a copy of which is attached hereto as Exhibit 99.3.

### ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

#### (c) Exhibits

- 99.1 Purchase Agreement dated May 15, 2001
- 99.2 Global Security dated May 22, 2001
- 99.3 Indenture dated May 22, 2001

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ATMOS ENERGY CORPORATION  
(Registrant)

DATE: May 22, 2001

By: /s/ LOUIS P. GREGORY

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Louis P. Gregory  
Senior Vice President  
and General Counsel

#### EXHIBIT INDEX

Exhibit Number	Description
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99.1	Purchase Agreement dated May 15, 2001
99.2	Global Security dated May 22, 2001
99.3	Indenture dated May 22, 2001