

SUPPLEMENT NO. 2 dated November 14, 2019 to the  
PROSPECTUS SUPPLEMENT dated November 16, 2018 to the  
PROSPECTUS dated November 13, 2018



**Atmos Energy Corporation**  
**Common Stock**  
**Having an Aggregate Offering Price of up to \$500,000,000**

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The third and fourth sentences of the first paragraph on the cover page of the Prospectus Supplement are replaced in their entirety with the following:

“The equity distribution agreement provides that, in addition to the issuance and sale of common stock by us through the sales agents, we also may enter into forward sale agreements under separate master forward sale confirmations and related supplemental confirmations between us and each of Morgan Stanley & Co. LLC, BNP Paribas, Canadian Imperial Bank of Commerce, Credit Agricole Corporate and Investment Bank c/o Credit Agricole Securities (USA) Inc., as Agent, Goldman Sachs & Co. LLC, JPMorgan Chase Bank, National Association, London Branch, Bank of America N.A., Mizuho Securities USA LLC, MUFG Securities EMEA plc and Wells Fargo Bank, National Association. We refer to these entities, when acting in such capacity, as forward purchasers.”

The first sentence of the first paragraph under the heading “Plan of Distribution (Conflicts of Interest)—Sales Through Forward Sellers” on page S-17 is replaced in its entirety with the following:

“From time to time during the term of the equity distribution agreement, and subject to the terms and conditions set forth therein, we may enter into one or more forward sale agreements with each of Morgan Stanley & Co. LLC, BNP Paribas, Canadian Imperial Bank of Commerce, Credit Agricole Corporate and Investment Bank c/o Credit Agricole Securities (USA) Inc., as Agent, Goldman Sachs & Co. LLC, JPMorgan Chase Bank, National Association, London Branch, Bank of America N.A., Mizuho Securities USA LLC, MUFG Securities EMEA plc and Wells Fargo Bank, National Association or their respective affiliates, as forward purchaser, and deliver to the applicable sales agent or its respective affiliate a related transaction confirmation under the equity distribution agreement in its capacity as forward seller thereunder.”

Except as expressly set forth herein, no other changes to the Prospectus Supplement are being made by this Supplement.