



**Charter of the Corporate Responsibility and Sustainability Committee
of the Board of Directors of Atmos Energy Corporation
(Adopted: May 7, 2019)**

Purpose:

The purpose of the Corporate Responsibility and Sustainability Committee (the “Committee”) of Atmos Energy Corporation (the “Company”) is to (i) oversee matters relating to responsibility and sustainability, which includes the Company’s environmental and social issues, employee health and safety, approach to corporate social responsibility, and activities related to stakeholder engagement and philanthropy; (ii) oversee and monitor the Company’s vision, values, and culture; (iii) advise the Board of Directors and management on significant public issues that are pertinent to the Company and its stakeholders; and (iv) assist management in setting strategy, establishing goals and integrating responsibility and sustainability into strategic and tactical business activities across the Company to create long-term shareholder value.

Powers and Duties:

- A. The Committee shall have the powers to perform the following duties, as well as performing any additional duties as may be directed by the Board of Directors from time to time:
- Sustainability. The Committee shall oversee the Company’s policies, practices, and procedures relating to sustainability, including monitoring current and emerging political and social action and public policy and environmental issues that may affect the business operations, material financial performance or public image of the company. Such oversight shall also consider policies for sustainable growth strategies to create value consistent with long-term preservation and enhancement of the Company’s financial, environmental and social capital. The Committee shall also oversee the production of the Company’s annual sustainability report.
 - Business Practice and Policy. The Committee shall oversee the Company’s business practices to assure the Company is operating ethically and responsibly.

- Culture and Diversity. The Committee shall oversee the Company's policies, practices, and procedures related to Company culture and corporate equality, including (i) the Company's policies and practices promoting equality, diversity, and inclusion within the Company and (ii) the Company's human and workplace rights and policies, including harassment prevention in the workplace.
- Community Relations and Development. The Committee shall oversee the Company's policies, practices, and procedures relating to community relations, including community education, charitable contributions, and community affairs.
- Safety and Health in the Workplace. The Committee shall oversee the Company's policies, practices, and procedures related to employee and public safety. The Committee shall oversee the Company's efforts to maintain a "safety first" culture.
- Environmental Stewardship. The Committee shall oversee the Company's policies, practices, and procedures relating to environmental initiatives and compliance, including adherence to environmental related laws and regulations.

B. The Committee shall conduct an annual performance evaluation of the Committee.

C. The Committee shall review this charter at least annually and recommend any proposed changes to the Board of Directors for approval.

D. The power and authority of the Committee is subject to the provisions of the Texas Business Organizations Code, the Virginia Stock Corporation Act, the Company's Articles of Incorporation and Bylaws, applicable federal securities laws, the rules and regulations of the Securities and Exchange Commission ("SEC"), and the listing standards of the New York Stock Exchange ("NYSE").

Outside Advisors:

The Committee shall have sole authority for the retention, termination, and approval of the fees of all independent outside consultants to work with the Committee from time to time. The Committee shall oversee the work of such consultants and shall receive from the Company appropriate funding, as determined by the Committee, for payment of reasonable compensation to its consultants.

Membership:

- A. The Committee shall be comprised of three to six members of the Board of Directors. The members of the Committee and its Chair shall be appointed annually by the Board of Directors and may be added or removed at any time by the Board of Directors in its sole discretion.
- B. Vacancies in the membership of the Committee shall be filled by the Board of Directors.

Meetings:

- A. The Committee shall meet as required, upon the call of the Chair of the Committee. A majority of the Committee members shall constitute a quorum for the transaction of business.
- B. The Chair of the Committee shall prepare a written agenda in advance of each meeting of the Committee. The Committee shall keep regular minutes of its meetings and shall report its actions to the full Board at the next Board meeting. The Secretary of the Board of Directors will serve as Secretary for the Committee.