



Risk Management and Compliance Committee Charter October 1, 2019

A. Purpose

The primary purpose of the Risk Management and Compliance Committee (RMCC) is to oversee a risk management infrastructure capable of addressing identified and assessed material risks that Atmos Energy faces. Material risk is defined as any significant event or circumstance which could impact our business objectives, including strategic, operational, financial, security, regulatory, compliance and other risks.

B. Committee Composition and Meetings.

The RMCC shall consist of the General Counsel; Vice President and Chief Information Officer; Vice President Pipeline Safety; Director Security and Risk Management; Vice President Governmental and Public Affairs and other members as necessary. The General Counsel shall serve as the Chairperson and facilitator of ongoing activities.

The Committee shall meet as frequently as it deems necessary to carry out its duties and responsibilities, but the Committee shall meet at least two times each year.

C. Responsibilities and Duties

The primary responsibility of the RMCC is to ensure that policies, procedures and practices are in place for the enterprise-wide management of Atmos Energy's material risks and to report the results of RMCC's activities to Atmos Energy's Management Committee.

The duties of the RMCC include:

- Monitor risks and risk management capabilities within the organization and its on-going and potential exposure to risks of various types.
- Ensure that risk assessments are performed periodically and completely.
- Communicate about escalating risk and crisis preparedness and recovery plans.
- Discuss with Atmos Energy's Management Committee the company's major risk exposures and review the steps taken to monitor and control such risks.