Husen Jeffrey J Form 3 August 01, 2018

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ONE Gas, Inc. [OGS] Husen Jeffrey J (Month/Day/Year) 07/23/2018 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 15 EAST 5TH STREET (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person TULSA, OKÂ 74103 (give title below) (specify below) Form filed by More than One See Remarks Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common stock, par value \$0.01 1,071 Common stock, par value \$0.01 2,317 I by 401(k) Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

required to respond unless the form displays a

currently valid OMB control number.

3. Title and Amount of 1. Title of Derivative Security 2. Date Exercisable and 6. Nature of Indirect (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Performance Units 2016	(1)	(1)	Common stock, par value \$0.01	515	\$ <u>(1)</u>	D	Â
Performance Units 2017	(1)	(1)	Common stock, par value \$0.01	430	\$ <u>(1)</u>	D	Â
Performance Units 2018	(1)	(1)	Common stock, par value \$0.01	403	\$ <u>(1)</u>	D	Â
Restricted Units 2016	(2)	(2)	Common stock, par value \$0.01	515	\$ (2)	D	Â
Restricted Units 2017	(2)	(2)	Common stock, par value \$0.01	430	\$ (2)	D	Â
Restricted Units 2018	(2)	(2)	Common stock, par value \$0.01	403	\$ <u>(2)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips					
	Director	10% Owner	Officer	Other		
Husen Jeffrey J 15 EAST 5TH STREET TULSA, OK 74103	Â	Â	See Remarks	Â		

Signatures

/s/ Brian K. Shore, Attorney-in-Fact for Jeffrey J.
Husen 08/01/2018

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1)

Reporting Owners 2

Date

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Performance units awarded under the Issuer's Equity Compensation Plan. The performance unit award for 2016, 2017 and 2018 vests on February 18, 2019, February 15, 2020, and February 13, 2021, respectively, for a percentage (0% to 200%) of the performance units awarded based upon the Issuer's total stockholder return compared to total stockholder return of a selected peer group. During the 3-year vesting period, the award will be credited with dividend equivalents that will be paid out in shares of common stock at the time the underlying units vest and shares are issued. The award and credited dividend equivalents will be payable one share of the Issuer's common stock for each vested performance unit and dividend equivalent.

Restricted units awarded under the Issuer's Equity Compensation Plan. The restricted unit award for 2016, 2017 and 2018 vests on February 18, 2019, February 15, 2020, and February 13, 2021, respectively. During the 3-year vesting period, the award will be credited with dividend equivalents that will be paid out in shares of common stock at the time the underlying units vest and are issued. The award and credited dividend equivalents will be payable one share of the Issuer's common stock for each vested restricted unit and dividend equivalent.

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Remarks:

Vice President, Chief Accounting Officer and Controller

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.