

ONE Gas, Inc.
Form 8-K
January 17, 2019

UNITED STATES
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

(Date of report) January 17, 2019
(Date of earliest event reported) January 15, 2019

ONE Gas, Inc.
(Exact name of registrant as specified in its charter)

Oklahoma 001-36108 46-3561936
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

15 East Fifth Street; Tulsa, OK
(Address of principal executive offices)

74103
(Zip code)

(918) 947-7000
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

☐ Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

The information disclosed in these Items 2.02 and 7.01, including Exhibits 99.1 and 99.2 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities under that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act except as expressly set forth by specific reference in such filing.

Item
2.02 Results of Operations and Financial Condition

See discussion below regarding 2018 earnings guidance under item 7.01, Regulation FD Disclosure.

Item
7.01 Regulation FD Disclosure

On January 15, 2019, we issued our 2019 financial guidance, narrowed our 2018 financial guidance, updated our expected five-year financial and dividend growth rates and increased our capital expenditure forecast.

We also announced that our board of directors declared a cash dividend of 50 cents per share of common stock.

The news releases are furnished as Exhibit 99.1 and 99.2 and incorporated by reference herein.

Item
8.01 Other Events

On January 15, 2019, our board of directors declared a cash dividend of 50 cents per share of common stock, payable March 8, 2019, to shareholders of record at the close of business February 22, 2019.

Item
9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit
Number Description

99.1 Financial Guidance news release issued by ONE Gas, Inc. dated January 15, 2019.

99.2 Dividend news release issued by ONE Gas, Inc. dated January 15, 2019.

SIGNATURE

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

ONE Gas, Inc.

Date: January 17, 2019 By: /s/ Curtis L. Dinan
Curtis L. Dinan
Senior Vice President and
Chief Financial Officer