

EQT Corp  
Form 4  
May 21, 2015

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**PORGES DAVID L**

(Last) (First) (Middle)

**EQT PLAZA, 625 LIBERTY  
AVENUE, SUITE 1700**

(Street)

**PITTSBURGH, PA 15222**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**EQT Corp [EQT]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/19/2015**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

**Chairman President & CEO**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/19/2015		M		57,200	A	\$ 43.92
Common Stock	05/19/2015		F		42,247 (1)	D	\$ 88.48
Common Stock	05/19/2015		M		76,800	A	\$ 38.53
Common Stock	05/19/2015		F		54,259 (2)	D	\$ 88.66
Common Stock	05/19/2015		S		31,094 (3)	D	\$ 87.86

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Common Stock	05/19/2015	S	6,400 (4)	D	\$ 88.5	473,599	D	
Common Stock						5,911	I	Savings Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 43.92	05/19/2015		M		57,200		12/31/2010 <sup>(5)</sup>	01/01/2017	Common Stock	57,200
Option (Right to Buy)	\$ 38.53	05/19/2015		M		76,800		12/31/2010 <sup>(6)</sup>	08/02/2017	Common Stock	76,800

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PORGES DAVID L EQT PLAZA 625 LIBERTY AVENUE, SUITE 1700 PITTSBURGH, PA 15222	X Chairman President & CEO

## Signatures

/s/ Jonathan M. Lushko,  
Attorney-in-Fact

05/21/2015

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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) On May 19, 2015, Mr. Porges exercised 57,200 previously reported stock options. EQT Corporation, consistent with its practice, withheld 42,247 shares to satisfy the tax liability and exercise price associated with these options.

(2) On May 19, 2015, Mr. Porges exercised 76,800 previously reported stock options. EQT Corporation, consistent with its practice, withheld 54,259 shares to satisfy the tax liability and exercise price associated with these options.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$87.43 to \$88.42, inclusive. The reporting person undertakes to provide EQT Corporation, any security holder of EQT Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1) and (2) to this Form 4.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$88.44 to \$88.56, inclusive.

(5) January 1, 2010 was the grant date of the options. The options vested in three tranches with 50% vesting on December 31, 2010, 25% vesting on December 31, 2011 and 25% vesting on December 31, 2012.

(6) August 2, 2010 was the grant date of the options. The options vested in three tranches with 50% vesting on December 31, 2010, 25% vesting on December 31, 2011 and 25% vesting on December 31, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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