

Schlosser David E. Jr.
 Form 4
 February 20, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Schlosser David E. Jr.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 625 LIBERTY AVENUE, SUITE 1700
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/15/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Senior Vice President

PITTSBURGH, PA 15222

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

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	02/15/2018		M	7,496 A	70,370	D	
Common Stock	02/15/2018		D	7,496 D \$ 56.92	62,874 ⁽²⁾	D	
Common Stock					269	I	Savings Plan

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

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number.

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 Security (Instr. 3 and 4)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Restricted Stock Units	(1)	02/15/2018		M	7,496	02/15/2018 02/15/2018	Common Stock	7,496
Restricted Stock Units	(3)	02/15/2018		A	3,672	(4) (4)	Common Stock	3,672

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schlosser David E. Jr. 625 LIBERTY AVENUE, SUITE 1700 PITTSBURGH, PA 15222			Senior Vice President	

Signatures

/s/ Jonathan M. Lushko, Attorney-in-Fact for David E. Schlosser, Jr. 02/20/2018

**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) Each Restricted Stock Unit was a confirmed performance award under the 2016 Value Driver Award Program (2016 VDA) representing a contingent right to receive in cash the economic equivalent of one share of Company common stock. On February 15, 2018, the Restricted Stock Units vested and were paid out in cash based on the closing price of Company common stock on December 29, 2017.
 - (2) Includes an aggregate of 75 shares purchased since the last applicable report through the EQT Corporation 2008 Employee Stock Purchase Plan.
 - (3) Each Restricted Stock Unit is a confirmed performance award under the Company's 2017 Value Driver Award Program (2017 VDA) and represents a contingent right to receive in cash the economic equivalent of one share of Company common stock.
 - (4) The Restricted Stock Units will vest and be paid out in cash during the first quarter of 2019 provided that the recipient is employed by the Company on the date that the payment is made.

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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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