

EQT Corp
Form 4
February 17, 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 *
BONE THERESA Z

(Last) (First) (Middle)

**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)
02/12/2015

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) below)

VP Fin and Chief Acct Officer

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 Ownership (Instr. 4)
Common Stock	02/12/2015		M	3,986 A	\$ 0 ⁽¹⁾ 48,517	D	
Common Stock ⁽²⁾	02/12/2015		F	1,268 D	\$ 80.75 47,249	D	

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

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SEC 1474
(9-02)

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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
Restricted Stock Units	(3)	02/12/2015		M	3,986	02/12/2015 02/12/2015	Common Stock 3,986
Restricted Stock Units	(4)	02/12/2015		A	3,429	(5) (5)	Common Stock 3,429

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BONE THERESA Z 625 LIBERTY AVENUE SUITE 1700 PITTSBURGH, PA 15222	VP Fin and Chief Acct Officer

Signatures

/s/ Jonathan M. Lushko,
Attorney-in-Fact
02/17/2015

**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 February 12, 2015, 3,986 performance awards under the Company's 2013 Value Driver Award Program (2013 VDA) vested and were paid out in common stock.
- (2) The Company, consistent with its practice, withheld shares to satisfy the tax liability associated with the vesting and payout of awards under the 2013 VDA.
- (3) Each Restricted Stock Unit was a confirmed performance award under the 2013 VDA representing the contingent right to receive one share of Company common stock. On February 12, 2015, the Restricted Stock Units vested and were paid out in common stock.
- (4) Each Restricted Stock Unit is a confirmed performance award under the Company's 2014 Value Driver Award Program and represents a contingent right to receive in cash the economic equivalent of one share of Company common stock.
- (5) The Restricted Stock Units will vest and be paid out in cash during the first quarter of 2016 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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