

EQT Corp  
Form 4  
February 23, 2015

**FORM 4**

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

OMB APPROVAL

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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

(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)  
**02/19/2015**

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                    | 02/19/2015                           |  | A                              |   | 110,500 A <u>(1)</u> 596,648  | D  |   |
| Common Stock <u>(2)</u>         | 02/19/2015                           |  | F                              |   | 53,140 D \$ 81.58 543,508   | D  |   |
| Common Stock                    | 02/20/2015                           |  | G                              | V   | 56,000 D <u>(3)</u> 487,508   | D  |   |
| Common Stock                    |                                      |  |                                |   | 5,909   | 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

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

## Signatures

/s/ Jonathan M. Lushko,  
Attorney-in-Fact  
Date: 02/23/2015

\*\*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 19, 2015, performance awards under the Company's 2012 Executive Performance Incentive Program (2012 EPIP) 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 2012 EPIP.
  - (3) On February 20, 2015, Mr. Porges made gifts of 11,000, 11,000, 3,000, 2,500, 1,000, 500 and 27,000 shares of EQT Corporation common stock to The Winchester Thurston School, Northwestern University, Pittsburgh Cultural Trust, WQED Multimedia, Sheldon Calvary Camp, Pittsburgh Opera Company and the Porges Family Foundation, respectively.

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

## Edgar Filing: EQT Corp - Form 4

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