

EQT Corp
Form 4
March 31, 2015

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 *
PETRELLI CHARLENE

(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)
03/27/2015

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)

VP & Chief HR 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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	03/27/2015		S	28,130	D \$ 79.89	13,390	D
Common Stock	03/27/2015		M	26,000	A \$ 48.91	39,390	D
Common Stock	03/27/2015		S	26,000	D \$ 79.79 (1)	13,390	D
Common Stock	03/27/2015		M	13,200	A \$ 43.92	26,590	D
Common Stock	03/27/2015		S	13,200	D \$ 79.71	13,390	D

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					(2)			
Common Stock	03/27/2015	M	10,800	A	\$ 44.84	24,190	D	
Common Stock	03/27/2015	S	10,800	D	\$ 79.94	13,390	D	
Common Stock	03/27/2015	S	2,353	D	\$ 79.71	0	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)	Amount or Number of Shares
Option (Right to Buy)	\$ 48.91	03/27/2015		M	26,000	12/31/2009 ⁽⁴⁾ 08/05/2015	Common Stock	26,000
Option (Right to Buy)	\$ 43.92	03/27/2015		M	13,200	12/31/2010 ⁽⁵⁾ 01/01/2017	Common Stock	13,200
Option (Right to Buy)	\$ 44.84	03/27/2015		M	10,800	01/01/2012 ⁽⁶⁾ 01/01/2018	Common Stock	10,800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PETRELLI CHARLENE EQT PLAZA 625 LIBERTY AVENUE, SUITE 1700			VP & Chief HR Officer	

PITTSBURGH, PA 15222

Signatures

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

03/31/2015

__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$79.60 - \$79.89, 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 this footnote.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$79.46 - \$79.92, 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 this footnote.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$79.90 - \$79.96, 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 this footnote.

(4) August 5, 2008 was the grant date of the options. The options vested in three tranches with 50% vesting on December 31, 2009, 25% vesting on December 31, 2010 and 25% vesting on December 31, 2011.

(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) January 1, 2011 was the grant date of the options. The options vested in two tranches with 50% vesting on January 1, 2012 and 50% vesting on January 1, 2013.

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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