

ACKERMAN PHILIP C  
Form 4  
January 04, 2013

**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 \*  
ACKERMAN PHILIP C

2. Issuer Name and Ticker or Trading Symbol  
NATIONAL FUEL GAS CO [NFG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
6363 MAIN STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/02/2013

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

WILLIAMSVILLE, NY 14221

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 12/20/2012                           |  | G                              | V 12,000 D \$ 0   | 779,632   | D  |   |
| Common Stock                    | 12/22/2012                           |  | G                              | V 36,000 D \$ 0   | 743,632   | D  |   |
| Common Stock                    | 12/26/2012                           |  | G                              | V 36,000 D \$ 0   | 707,632   | D  |   |
| Common Stock <sup>(1)</sup>     | 01/02/2013                           |  | A                              | 450 A \$ 51.11  | 708,082   | D  |   |
| Common Stock                    |                                      |  |                                |   | 72,250  | I  | By Trust  |
|                                 |                                      |  |                                |   | 1,000   | I  |   |

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|              |  |  |  |  |                        |   |  |                                       |
|--------------|--|--|--|--|------------------------|---|--|---------------------------------------|
| Common Stock |  |  |  |  |                        |   |  | Wife, Trust for Mother                |
| Common Stock |  |  |  |  | 110,150                | I |  | By Grantor Retained Annuity Trust     |
| Common Stock |  |  |  |  | 52,800                 | I |  | By Grantor Retained Annuity Trust     |
| Common Stock |  |  |  |  | 100,000 <sup>(2)</sup> | I |  | By Grantor Retained Annuity Trust     |
| Common Stock |  |  |  |  | 100,000 <sup>(3)</sup> | I |  | By Grantor Retained Annuity Trust     |
| Common Stock |  |  |  |  | 8,991                  | I |  | Wife, Trust for Sister <sup>(4)</sup> |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V   | (A) (D) Date Exercisable                                 | Expiration Date   | Title                                      | Amount or Number   |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| ACKERMAN PHILIP C<br>6363 MAIN STREET<br>WILLIAMSVILLE, NY 14221 | X             |           |         |       |

## Signatures

James R. Peterson, Attorney  
in Fact 01/04/2013

\_\_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) Acquired through quarterly grant under the National Fuel Gas Company 2009 Non-Employee Director Equity Compensation Plan.
- (2) On December 20, 2012 the reporting person contributed 100,000 shares of NFG common stock to a 3-year grantor retained annuity trust.
- (3) On December 20, 2012 the reporting person contributed 100,000 shares of NFG common stock to a 4-year grantor retained annuity trust.

These shares are held in a trust for the benefit of a sister-in-law of the reporting person. The reporting person's spouse is trustee of the trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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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