

ACKERMAN PHILIP C

Form 4

November 19, 2010

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 *
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)
11/19/2010

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

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

WILLIAMSVILLE, NY 14221

(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)
Common Stock	11/19/2010		M	(A) or (D) Amount 125,000 (1) Price \$ 27.7975	976,606	D	
Common Stock	11/19/2010		F	(A) or (D) Amount 55,399 (1) Price \$ 62.72	921,207	D	
Common Stock	11/19/2010		F	(A) or (D) Amount 32,169 (1) Price \$ 62.72	\$ 889,038	D	
Common Stock					18,878	I	401(k) Trust
Common Stock					22,795	I	ESOP Trust
					76,250	I	By Trust

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Common
Stock

Common
Stock

1,000

I

Wife,
Trust for
Mother

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nun Sha
Employee Stock Option-Right To Buy	\$ 27.7975	11/19/2010		M	125,000 (1)	12/07/2001	12/08/2010	Common Stock	12

Reporting Owners

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

Signatures

James R. Peterson, Attorney
in Fact 11/19/2010

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 exercise of 125,000 stock options, the payment of the exercise price by delivery to the issuer and cancellation of 55,399 shares, and the withholding and cancellation of 32,169 shares to cover minimum required tax withholding were all effected in accordance with a Rule

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10b5-1 trading plan adopted by the reporting person on September 27, 2010.

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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