

EQT Corp  
Form 10-Q/A  
May 09, 2016

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## Form 10-Q/A

(Amendment No. 1)

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(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended March 31, 2016.

or

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from      to      .

Commission File No. 1-3551

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# EQT CORPORATION

(Exact name of registrant as specified in its charter)

**Pennsylvania**  
(State or other jurisdiction of  
incorporation or organization)

**25-0464690**  
(I.R.S. Employer  
Identification No.)

**625 Liberty Avenue, Suite 1700**

**Pittsburgh, Pennsylvania 15222**

(Address of principal executive offices, including zip code)

**(412) 553-5700**

(Registrant's telephone number, including area code)

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

As of May 6, 2016, 172,737 (in thousands) shares of common stock, no par value, of the registrant were outstanding.



**Explanatory Note**

This Amendment No. 1 on Form 10-Q/A (Form 10-Q/A) amends the Quarterly Report on Form 10-Q of EQT Corporation (the Company) for the quarter ended March 31, 2016, as originally filed with the Securities and Exchange Commission (the SEC) on April 28, 2016 (the Original Filing). As a result of a processing error, the Section 1350 Certification attached as Exhibit 32 to the Original Filing included an incorrect date and officer title. This Form 10-Q/A is being filed solely to include a corrected Section 1350 Certification.

Except for the foregoing, this Form 10-Q/A does not amend the Original Filing in any way and does not modify or update any disclosures contained in the Original Filing, which continues to speak as of the original date of the Original Filing (including, but not limited to, any forward-looking statements made in the Original Filing, which have not been revised to reflect events that occurred or facts that became known after the Original Filing, and such forward-looking statements should be read in their historical context). Accordingly, this Form 10-Q/A should be read in conjunction with the Original Filing and the Company's other filings made with the SEC subsequent to the Original Filing.

**PART II. OTHER INFORMATION**

**Item 6. Exhibits**

- 10.01 Offer letter dated as of March 7, 2016 between the Company and Robert J. McNally
- 10.02 Confidentiality, Non-Solicitation and Non-Competition Agreement dated as of March 10, 2016 between the Company and Robert J. McNally
- 10.03 2016 Restricted Stock Award Agreement (Standard) for Robert J. McNally
- 10.04 Employment Agreement dated as of March 17, 2016 between the Company and Philip P. Conti
- 10.05 2016 Executive Short-Term Incentive Plan
- 31.01 Rule 13(a)-14(a) Certification of Principal Executive Officer
- 31.02 Rule 13(a)-14(a) Certification of Principal Financial Officer
- 32 Section 1350 Certification of Principal Executive Officer and Principal Financial Officer
- 101 Interactive Data File

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

EQT CORPORATION

By:

*/s/ Robert J. McNally*  
Robert J. McNally  
Senior Vice President and Chief Financial Officer

Dated: May 9, 2016

**INDEX TO EXHIBITS**

| <b>Exhibit No.</b> | <b>Description</b>   | <b>Method of Filing</b>   |
|--------------------|--|---|
| 10.01              | Offer letter dated as of March 7, 2016 between the Company and Robert J. McNally   | Incorporated herein by reference to Exhibit 10.1 to Form 8-K filed on March 17, 2016                |
| 10.02              | Confidentiality, Non-Solicitation and Non-Competition Agreement dated as of March 10, 2016 between the Company and Robert J. McNally | Incorporated herein by reference to Exhibit 10.02 to Form 10-Q for the quarter ended March 31, 2016 |
| 10.03              | 2016 Restricted Stock Award Agreement (Standard) for Robert J. McNally   | Incorporated herein by reference to Exhibit 10.03 to Form 10-Q for the quarter ended March 31, 2016 |
| 10.04              | Employment Agreement dated as of March 17, 2016 between the Company and Philip P. Conti  | Incorporated herein by reference to Exhibit 10.04 to Form 10-Q for the quarter ended March 31, 2016 |
| 10.05              | 2016 Executive Short-Term Incentive Plan   | Incorporated herein by reference to Exhibit 10.1 to Form 8-K filed on April 21, 2016                |
| 31.01              | Rule 13(a)-14(a) Certification of Principal Executive Officer  | Filed herewith as Exhibit 31.01   |
| 31.02              | Rule 13(a)-14(a) Certification of Principal Financial Officer  | Filed herewith as Exhibit 31.02   |
| 32                 | Section 1350 Certification of Principal Executive Officer and Principal Financial Officer  | Filed herewith as Exhibit 32  |
| 101                | Interactive Data File  | Incorporated herein by reference to Exhibit 101 to Form 10-Q for the quarter ended March 31, 2016   |