

ACKERMAN PHILIP C
Form 4
December 04, 2008

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 *
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)
12/03/2008

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 or Disposed of (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 |
| Common Stock | 12/03/2008 | | M | | A | \$ 45,095 23.0312 | 549,958 | D | |
| Common Stock | 12/03/2008 | | F | | D | \$ 4,507 29.865 | 545,451 | D | |
| Common Stock | 12/03/2008 | | F | | D | \$ 34,776 29.865 | 510,675 | D | |
| Common Stock | 12/04/2008 | | M | | A | \$ 45,095 23.0312 | 555,770 | D | |
| Common Stock | 12/04/2008 | | F | | D | \$ 4,021 28.92 | 551,749 | D | |
| Common Stock | 12/04/2008 | | F | | D | \$ 35,912 28.92 | 515,837 | D | |

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| | | | | | | | | | | |
|-----------------|------------|--|---|---|----------------|---|--------|--------|----------|------------------------------|
| Common Stock | | | | | | | | | | |
| Common Stock | | | | | | | 76,250 | I | By Trust | |
| Common Stock | 12/03/2008 | | J | V | 320 <u>(1)</u> | A | \$ 0 | 17,772 | I | 401k Trust |
| Common Stock | 12/03/2008 | | J | V | 177 <u>(2)</u> | A | \$ 0 | 22,055 | I | ESOP Trust |
| 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.

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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(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) | |
|---|---|---|---|---|--|--|--------------------|---|-------------------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 23.0312 | 12/03/2008 | | M | 45,095 | 12/10/1999 | 12/11/2008 | Common Stock | 45,095 |
| Employee Stock Option (Right to Buy) | \$ 23.0312 | 12/04/2008 | | M | 45,095 | 12/10/1999 | 12/11/2008 | Common Stock | 45,095 |

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

12/04/2008

**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) Routine acquisition under the NFG 401(k) Plan Trust, exempt under Rule 16b-3(c), a non-reportable transaction.
- (2) Routine acquisition under the NFG ESOP Trust, exempt under Rule 16b-3(c), a non-reportable transaction.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.