

EQT Corp
Form 8-K
June 22, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of report (Date of earliest event reported): **June 22, 2018 (June 21, 2018)**

EQT CORPORATION

(Exact name of registrant as specified in its charter)

Pennsylvania
(State or Other Jurisdiction
of Incorporation)

1-3551
(Commission File Number)

25-0464690
(IRS Employer
Identification Number)

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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NONE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07. Submission of Matters to a Vote of Security Holders.

At the Annual Meeting of Shareholders of EQT Corporation (the Company) held on June 21, 2018 (the Annual Meeting), the Company's shareholders considered three proposals, each of which is described in more detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 27, 2018 (the Proxy Statement). The final vote results for each proposal were as follows:

| | Shares For | % Cast For | Shares Against | % Cast Against | Shares Abstained | Broker Non-Votes |
|---|---------------|---------------|-------------------|-------------------|---------------------|---------------------|
| Proposal 1* | | | | | | |
| Elected the individuals set forth below to the Board of Directors to serve a one-year term expiring at the 2019 annual meeting: | | | | | | |
| • Vicky A. Bailey | 195,929,663 | 95.23% | 8,363,532 | 4.06% | 1,453,329 | 24,212,094 |
| • Philip G. Behrman, Ph.D. | 202,664,840 | 98.5% | 1,639,504 | 0.80% | 1,442,180 | 24,212,094 |
| • Kenneth M. Burke | 203,149,823 | 98.73% | 1,143,919 | 0.56% | 1,452,782 | 24,212,094 |
| • A. Bray Cary, Jr. | 190,022,460 | 92.36% | 14,281,316 | 6.94% | 1,442,748 | 24,212,094 |
| • Margaret K. Dorman | 203,134,585 | 98.73% | 1,180,799 | 0.57% | 1,431,140 | 24,212,094 |
| • Thomas F. Karam | 203,124,935 | 98.73% | 1,176,954 | 0.57% | 1,444,635 | 24,212,094 |
| • David L. Porges | 196,955,110 | 95.72% | 7,298,896 | 3.55% | 1,492,518 | 24,212,094 |
| • Daniel J. Rice IV | 202,715,529 | 98.52% | 1,554,665 | 0.76% | 1,476,330 | 24,212,094 |
| • James E. Rohr | 182,270,769 | 88.59% | 22,030,901 | 10.71% | 1,444,854 | 24,212,094 |
| • Norman J. Szydlowski | 197,701,456 | 96.09% | 6,551,593 | 3.18% | 1,493,475 | 24,212,094 |
| • Stephen A. Thorington | 203,120,136 | 98.72% | 1,149,562 | 0.56% | 1,476,826 | 24,212,094 |
| • Lee T. Todd, Jr., Ph.D. | 182,504,719 | 88.71% | 21,796,942 | 10.59% | 1,444,863 | 24,212,094 |
| • Christine J. Toretti | 202,780,869 | 98.55% | 1,533,661 | 0.75% | 1,431,994 | 24,212,094 |
| • Robert F. Vagt | 203,206,395 | 98.76% | 1,102,682 | 0.54% | 1,437,447 | 24,212,094 |
| Proposal 2* | | | | | | |
| Approved a non-binding resolution regarding the compensation of the Company's named executive officers for 2017. | | | | | | |
| | 197,357,262 | 95.92% | 6,760,276 | 3.29% | 1,628,986 | 24,212,094 |
| Proposal 3* | | | | | | |
| Ratified the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for 2018. | | | | | | |
| | 225,438,947 | 98.04% | 3,068,610 | 1.33% | 1,451,061 | N/A |

* For purposes of all Proposals above, abstentions, broker non-votes and the failure to vote are not votes cast and, accordingly, have no effect on the outcome of such proposals.

SIGNATURES

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 hereunto duly authorized.

EQT CORPORATION

Date: June 22, 2018

By: /s/ Robert J. McNally
Name: Robert J. McNally
Title: Senior Vice President and Chief
Financial Officer