STANLEY CHARLES B
Form 4
December 17, 2002

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

o 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

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(f) of the Investment Company Act of 1940

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response 0.5

(Print or Type Responses)

| 1. Name and Address of Reporting Person* | 2. Issuer Name **and** Tickler or Trading Symbol | | 6. Relationship of Report to Issuer (Check all app |
|---|---|---|---|
| Stanley, Charles B. | Questar Corporation - STR | | X Director / 10% Owner<br>X Officer (give title below) / Other (specify below)<br>Executive Vice Pr |
| (Last) (First) (Middle)<br>180 East 100 South, P.O. Box 45601 | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year<br>December 16, 2002 | 7. Individual or Joint/Gro (Check Applicable Line) |
| (Street)<br>Salt Lake City, Utah 84145-0601 | | 5. If Amendment, Date of Original (Month/Day/Year) | Form filed by One R Person<br>Form filed by More t Reporting Person |
| (City) (State) (Zip) | Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date | 2A. Deemed Execution Date, if | 3. Transaction Code (Instr.8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially | 6. Ownership Form: Direct |
|---|---|---|---|---|---|---|

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| | (Month/ Day/ Year) | any (Month/ Day/ Year) | Code | V | Amount | (A) or (D) | Price | Owned Following Reported Transaction(s) (Instr. 3 and 4) | (D) or Indirect (I) (Instr. 4) |
| Common Stock (and attached Common Stock Purchase Rights) | | | | | | | | 21,000 | D |
| Common Stock (and attached Common Stock Purchase Rights) | | | | | | | | 803.873 [1] | I1 |

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

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

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SEC 1474 (9-02)

| FORM 4 (continued) | Table II Derivative Securities Acquired, Disposed of, or Beneficially Ov (*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) |

| | | | | Code | V | (A) | (D) | Date Exer-cisable | Expira-tion Date | Title | Amount or Number of Shares | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Stock Option | | | | | | | | | | | | |
| Phantom Stock Units | 1-1 | 12-16-2002 | | A | | .0331 | | | | | | $28.10 |

Explanation of Responses:

1 These equivalent shares are allocated to my account in Questar's Employee Investment Plan as of December 6, 2002.

2 These numbers include vested options only. Detailed information concerning my options has been previously disclosed.

3 I receive phantom stock units as a result of my participation in an excess benefit plan sponsored by Questar. This total includes the 12.3307 phantom stock units in such plan in addition to the phantom stock units held through my account in a deferred compensation plan.

| /s/ Connie C. Holbrook | December 17, 2002 |
|---|---|
| Connie C. Holbrook as Attorney in Fact for Charles B. Stanley | Date |
| **Signature of Reporting Person | |

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See

18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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