

QUESTAR CORP
Form DFAN14A
March 24, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No. __)

Filed by the Registrant ☐ Filed by a Party other than the Registrant ☒

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ **Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☒ Soliciting Material Pursuant to §240.14a-12

Questar Corporation

(Name of Registrant as Specified In Its Charter)

Dominion Resources, Inc.

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☒ No fee required.

☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of the transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

New FAQs made available to Questar Corporation employees by Dominion Resources, Inc. regarding the merger transaction

March 24, 2016

Coming to Work at Dominion

(New) What exactly is guaranteed for one year or through 12/31/2017?

The time between the close of the transaction and the later of one year from the close of the transaction or 12/31/2017 is often referred to as the continuation period. During that time, you will receive:

Base pay at least equal to your base pay at close of the transaction

Annual bonus plan targets at least equal to your incentive target at the close of the transaction.

Benefits that are overall comparable to what you have today. Comparable does not necessarily mean the same there may be some changes that are perceived as positive and some that are perceived as negative.

We will keep you informed of any changes to your benefits package as final decisions are made.

(New) Is my job guaranteed through the continuation period ?

No, but if the position you hold is eliminated after the transaction closes, you will be eligible for severance benefits under the Dominion Severance Plan. Please see the FAQ on severance to determine benefits under the Dominion Severance Plan.

(New) Will the benefits look exactly the same in 2017?

Not necessarily, but the 2017 benefits package will be comparable to the benefits you have today. While the current active benefit plans that are available to you today will likely remain in place through December 31, 2017, Questar has and will continue to evaluate the benefit plans. Through the normal course of business operations, benefits are reviewed on an annual basis and changes that are deemed necessary and/or beneficial will be made for the 2017 calendar year, consistent with continuing to provide a comparable benefits package.