

NATIONAL FUEL GAS CO  
Form 8-K  
March 13, 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): March 8, 2018**

**NATIONAL FUEL GAS COMPANY**

**(Exact name of registrant as specified in its charter)**

**New Jersey**  
**(State or other jurisdiction**  
**of incorporation)**

**1-3880**  
**(Commission**  
**File Number)**

**13-1086010**  
**(IRS Employer**  
**Identification No.)**

**6363 Main Street, Williamsville, New York**

**14221**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (716) 857-7000

Former name or former address, if changed since last report: Not Applicable

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):

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

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

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

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).

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.

The Annual Meeting of Stockholders of National Fuel Gas Company was held on March 8, 2018. At that meeting, the stockholders elected Philip C. Ackerman, Stephen E. Ewing and Rebecca Ranich as directors for three-year terms. The stockholders also approved executive compensation in a non-binding advisory vote, ratified the appointment of an independent registered public accounting firm, and rejected a stockholder proposal to participate in the consolidating natural gas local distribution sector.

The vote with respect to Mr. Ackerman was as follows: For, 62,396,115 (98.9% of the votes cast); Withheld, 723,322; Broker Non-Votes, 10,691,731. The vote with respect to Mr. Ewing was as follows: For, 62,147,991 (98.5% of the votes cast); Withheld, 971,446; Broker Non-Votes, 10,691,731. The vote with respect to Ms. Ranich was as follows: For, 62,038,873 (98.3% of the votes cast); Withheld, 1,080,564; Broker Non-Votes, 10,691,731.

The advisory vote with respect to approval of executive compensation was as follows: For, 66,152,150 (96.8% of the votes cast); Against, 2,214,883; Abstain, 730,211; Broker Non-Votes, 10,691,731.

The vote with respect to ratification of the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm was as follows: For, 78,178,302 (98.3% of the votes cast); Against, 1,389,320; Abstain, 221,353; Broker Non-Votes, 0.

The vote with respect to the stockholder proposal to participate in the consolidating natural gas local distribution sector was as follows: For, 7,638,563 (11.2% of the votes cast); Against, 60,581,743; Abstain, 876,938; Broker Non-Votes, 10,691,731.

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.

NATIONAL FUEL GAS COMPANY

March 13, 2018

By: /s/ Sarah J. Mugal  
Sarah J. Mugal  
Assistant Secretary