ACKERMAN PHILIP C

Form 4

December 12, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

OMB APPROVAL

January 31, 2005

0.5

Estimated average

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(City)

(State)

(Print or Type Responses)

| 1. Name and Address of Reporting Person * ACKERMAN PHILIP C | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | |
|---|---------|----------|--|---|--|--|
| | | | NATIONAL FUEL GAS CO [NFG] | (Check all applicable) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | |
| | | | (Month/Day/Year) | X Director 10% Owner | | |
| 6363 MAIN STREET | | | 12/10/2008 | Officer (give title Delow) Other (specify below) | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| | | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person | | |
| WILLIAMSVILLE, NY 14221 | | | | Form filed by More than One Reporting | | |

(Zip)

| l'able I - | Non-Derivative Se | curities Acquire | d, Disposed o | f, or Be | neficially Owned |
|------------|-------------------|------------------|---------------|----------|------------------|
| 2 | 4 G '4' | A 1 (A) | - A | , | 7 N. |

| ` • | · · · · · · | Tab | ie i - Noii- | Derivative | Secui | mes Acquir | eu, Disposeu oi, | 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. Transactio Code (Instr. 8) | omr Dispos | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | |
| Common Stock | 12/10/2008 | | M | 45,094 | A | \$ 23.0312 | 577,311 <u>(1)</u> | D | |
| Common Stock | 12/10/2008 | | F | 4,902 | D | \$ 30.635 | 572,409 | D | |
| Common Stock | 12/10/2008 | | F | 33,901 | D | \$ 30.635 | 538,508 | D | |
| Common Stock | 12/11/2008 | | M | 45,094 | A | \$ 23.0312 | 583,602 | D | |
| Common Stock | 12/11/2008 | | F | 4,941 | D | \$ 30.715 | 578,661 | D | |
| | 12/11/2008 | | F | 33,813 | D | \$ 30.715 | 544,848 | D | |

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| Common Stock | | | |
|--|--------------------------------------|--------|------------------------------|
| Common Stock | 76,250 | I | By Trust |
| Common Stock | 17,772 | I | 401k Trust |
| Common Stock | 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 benefic | cially owned directly or indirectly. | | |
| | Persons who respond to the collect | ion of | SEC 1474 |

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.

(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. Transactic Code (Instr. 8) | 5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercis Expiration Dat (Month/Day/Y | e | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|--------------------------------------|---|--|--|---|--------------------|---|-------------------------------------|
| | | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | Employee Stock Option (Right to Buy) | \$ 23.0312 | 12/10/2008 | | M | 45,094 | 12/10/1999 | 12/11/2008 | Common Stock | 45,094 |
| į | Employee Stock Option (Right to | \$ 23.0312 | 12/11/2008 | | M | 45,094 | 12/10/1999 | 12/11/2008 | Common Stock | 45,094 |

Reporting Owners

Buy)

Relationships Reporting Owner Name / Address

2 Reporting Owners

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Director 10% Owner Officer Other

ACKERMAN PHILIP C
6363 MAIN STREET
X
WILLIAMSVILLE, NY 14221

Signatures

James R. Peterson, Attorney in Fact 12/12/2008

**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) Due to a math error, the Reporting Person's Directly owned shares were overstated by 100 in column 5 of Table I of Form 4s filed 12/4/08 and 12/9/08. Balance corrected in column 5 of Table I of this form.

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.

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