

EQUITABLE RESOURCES INC /PA/  
Form 8-K  
May 11, 2005

**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)

**May 5, 2005**

**EQUITABLE RESOURCES, INC.**

(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 No.)

**One Oxford Centre, Suite 3300, 301 Grant Street, Pittsburgh, Pennsylvania**  
(Address of Principal Executive Offices)

**15219**  
(Zip Code)

Registrant's telephone number, including area code **(412) 553-5700**

**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 materials 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))
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ITEM 7.01

Regulation FD Disclosure



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Pursuant to a qualified domestic relations court order (QDRO), Murry S. Gerber, Chairman, President and Chief Executive Officer of Equitable Resources, Inc. has sold 462,591 net Equitable shares through the exercise of 660,000 options which were granted in 1999 and 2000. The company withheld 197,409 shares on exercise to pay taxes, and Mr. Gerber used a portion of the proceeds to cover the exercise price.

After this exercise, Mr. Gerber's holdings are:

|                                      |         |
|--------------------------------------|---------|
| Options                              | 775,000 |
| Common Shares                        | 179,292 |
| Restricted Shares                    | 62,268  |
| Share Equivalent Units*              | 248,618 |
| Contingent Performance Share Units** | 300,000 |

With this transaction, Mr. Gerber continues to have stock holdings which significantly exceed the Company's stock ownership guidelines of eight times base salary.

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\* Employee Deferred Compensation Plan Share Equivalent Units

\*\* Contingent performance share units granted under the 2003 and 2005 executive performance incentive program

### SIGNATURE

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.

EQUITABLE RESOURCES, INC.  
(Registrant)

By */s/ Philip P. Conti*  
Philip P. Conti

**Vice President and**

**Chief Financial Officer**



Date: May 11, 2005