## Edgar Filing: MATTHEWS CRAIG G - Form 4

	VS CRAIG G										
Form 4 January 05,	2011										
•									OMB AF	PROVAL	
FURI	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287	
Check ti if no lor subject Section Form 4 Form 5	nger to 16. or Filed pur	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5	
obligatio may cor <i>See</i> Inst 1(b).	ntinue. Section 17(	(a) of the Public 1 30(h) of the 1	•		•	-	•		L		
(Print or Type	Responses)										
1. Name and AMATTHE	Symbol					° I	5. Relationship of Reporting Person(s) to Issuer				
(Last)		3. Date of Earliest Transaction				[[[[]]]]]	(Check all applicable)				
132 CANT	(Month	(Month/Day/Year)				-	_X_Director10% Owner Officer (give titleOther (specify below)below)				
			Filed(Month/Day/Year) A				1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
BASKING	RIDGE, NJ 0792	0					-	Form filed by Mo Person			
(City)	(State)	(Zip) Ta	ble I - Non	-De	rivative	Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	r) Execution Date, if Transactionor Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A) or (A) (Instr. 3 and 4)			Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
Common Stock (1)	10/15/2010			V 5		(D) A	Price \$ 54.99	12,599	D		
Common Stock (1)	10/15/2010		JV	V 2	27	A	\$ 54.9397	12,626	D		
Common Stock <sup>(2)</sup>	01/03/2011		А	4	400	A	\$ 66.345	13,026	D		

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

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.

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 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)	4. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MATTHEWS CRAIG G 132 CANTERBURY WAY BASKING RIDGE, NJ 07920	Х							
Signatures								
J. R. Peterson, Attorney in Fact	01/	05/2011						
<u>**</u> 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) Acquired through a dividend reinvestment plan, exempt under Rule 16a-11.

(2) Acquired through quarterly grant under the National Fuel Gas Company 2009 Non-Employee Director Equity Compensation Plan.

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.