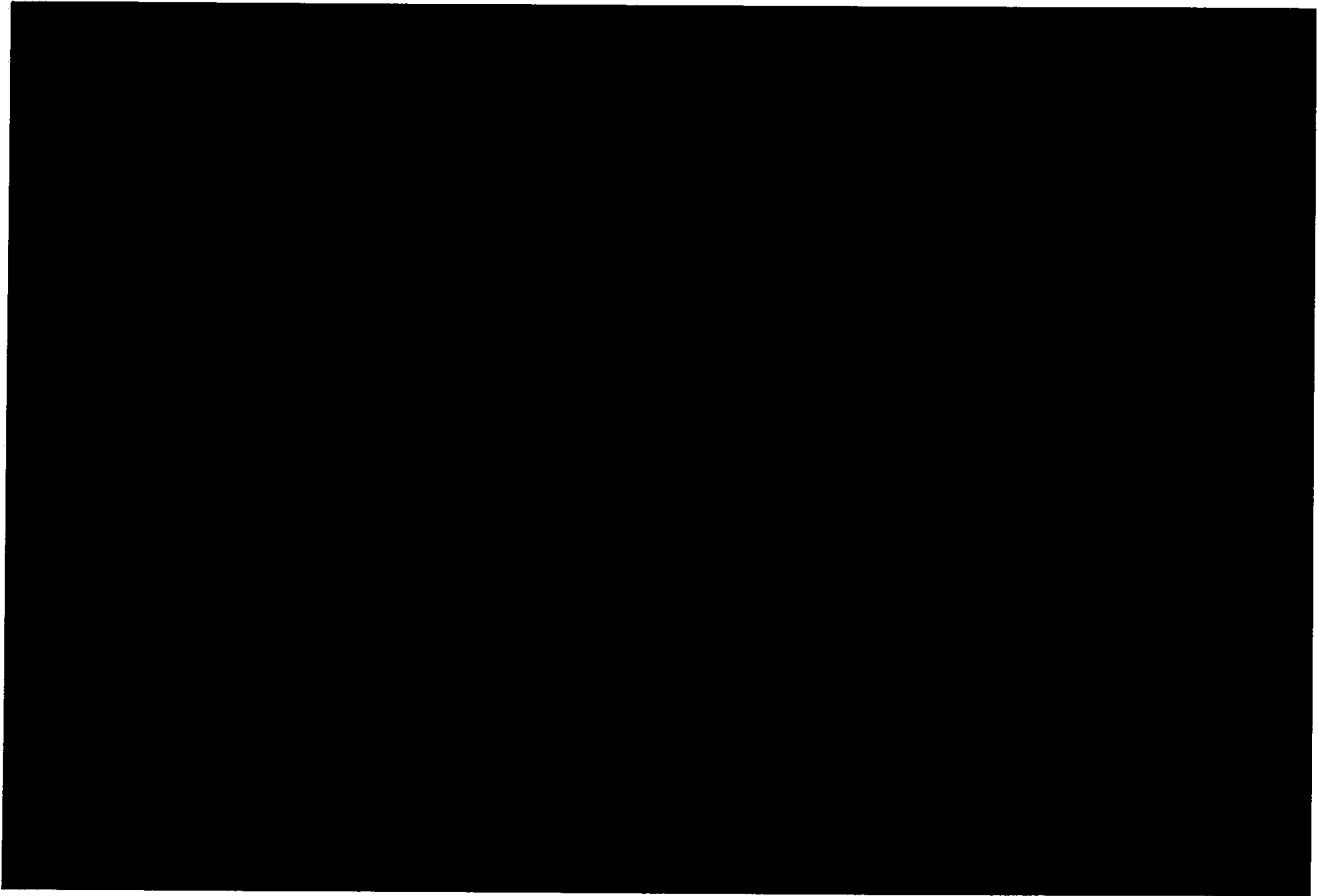


ORIGINAL

TRADE COMM

executed Mutual Termination Agreement. Both the letter to the court and Equitable's SEC filing are attached to this motion.





Accordingly, Complaint Counsel respectfully requests that the Commission dismiss the complaint. A proposed order is attached.

DATED: January 29, 2008

Jeffrey Schmidt  
Director  
Bureau of Competition

David P. Wales, Jr.

Respectfully submitted,

Patricia V. Galvan  
Attorney  
Federal Trade Commission  
601 New Jersey Avenue, N.W.

Deputy Director

Phillip L. Broyles  
Assistant Director

Attachments

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The Honorable Marcia Waldron

January 15, 2008

Page 2

remains pending. Appellees are prepared to address any questions the court may have, and will

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**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) **January 15, 2008**

**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.)

**225 North Shore Drive, Pittsburgh,  
Pennsylvania**  
(Address of Principal Executive Offices)

**15212**  
(Zip Code)

**(412) 553-5700**  
(Registrant's Telephone Number, Including Area Code)

**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):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 220.425)

**Item 1.02. Termination of a Material Definitive Agreement.**

On January 15, 2008, Equitable Resources, Inc., a Pennsylvania corporation (the "Company"), and Dominion Resources, Inc., a Virginia corporation ("Dominion") entered into a Mutual Termination Agreement (the "Termination

**[REDACTED]**

**[REDACTED]**

**[REDACTED]**

**[REDACTED]**

**[REDACTED]**

**[REDACTED]**

**SIGNATURE**

Pursuant to the requirements of the Securities and Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized

EQUITABLE RESOURCES, INC.  
(Registrant)

Senior Vice President and  
Chief Financial Officer

Date: January 17, 2008



## EXHIBIT INDEX

Exhibit No.	Document Description
10.1	Mutual Termination Agreement, dated as of January 15, 2008, by and between Equitable Resources, Inc. and Dominion Resources, Inc.
99.1	Joint Press release issued by Equitable Resources, Inc. and Dominion Resources, Inc. dated January 15, 2008.

EX-10.1 2 a08-2063\_1ex10d1.htm EX-10.1

Exhibit 10.1

MUTUAL TERMINATION AGREEMENT

This Mutual Termination Agreement (this "Agreement"), dated as of January 15, 2008 (the "Termination Date"), is made by and between EQUITABLE RESOURCES, INC., a Pennsylvania corporation ("Equitable"), and DOMINION RESOURCES, INC., a Virginia corporation ("Dominion").

WITNESSETH:

WHEREAS, Equitable and Dominion (as successor by merger to Consolidated Natural Gas Company) are parties to

WHEREAS, the Parties desire to terminate the SPA and abandon the transactions contemplated therein, pursuant to the terms and conditions set forth below.

NOW, THEREFORE, in consideration of the mutual promises, covenants, conditions and agreements contained herein, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:



IN WITNESS WHEREOF, Equitable and Dominion have executed this Agreement effective as of the date first written above.

EQUITABLE RESOURCES,  
INC.,  
a Pennsylvania corporation

DOMINION RESOURCES, INC.  
a Virginia corporation

By: /s/Murry S. Gerber  
Name: Murry S. Gerber  
Title: Chairman and  
Chief Executive Officer

By: /s/Thomas N. Chewning  
Name: Thomas N. Chewning  
Title: Executive Vice President and  
Chief Financial Officer

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EX-99.1 3 a08-2063\_1ex99d1.htm EX-99.1

Exhibit 99.1

**Dominion****FOI ITARI F**

Dominion Contacts: Laura Edge Kottkamp, Investors or Analysts  
 Laura.E.Kottkamp@dom.com  
 (804) 819-2254

Chet Wade, Media  
 Chet.Wade@dom.com  
 (804) 775-5697 or (804) 771-6115

Equitable Contacts: Patrick Kane, Investors or Analysts  
 (412) 553-7833

David Spigelmyer, Media  
 (412) 553-5738

**DOMINION, EQUITABLE TERMINATE AGREEMENT  
 FOR SALE OF PEOPLES, HOPE GAS UTILITIES**

- *Dominion to pursue other offers for purchase of the two utilities*
- *Equitable cites need to focus on other significant organic growth opportunities*

RICHMOND, Va. and PITTSBURGH, Pa. (January 15, 2007) — Dominion (NYSE: D) and Equitable Resources, Inc. (NYSE: EQT) announced today that they have terminated their agreement for the purchase of the Dominion Peoples and Dominion Hope natural gas distribution companies by Equitable.

“Given the continued delay in achieving the final regulatory approvals for this transaction, we believe it is best to terminate our agreement,” Thomas F. Farrell II, Dominion chairman, president and chief executive officer, and Murry S. Gerber, Equitable chairman and chief executive officer, said in a joint statement. “While we remain convinced that customers would have benefited from the transaction and are disappointed that it could not be completed in a timely manner, we recognize that it is time to move forward.”

Dominion also announced that it plans to seek other offers for the purchase of the utilities.

“These are high-quality assets,” Farrell said. “Dominion has received a number of unsolicited inquiries in recent months from others expressing an interest in acquiring Dominion Peoples and Dominion Hope. We now will contact those companies as well as other potential buyers. In light of the regulatory groundwork done since the agreement with Equitable was announced, we anticipate moving quickly to seek the required approvals once a new buyer has been identified.”

"We have decided to focus our growth efforts on exciting strategic opportunities for expanded horizontal drilling and infrastructure development in the Appalachian Basin," Gerber said. "That growth will add jobs and contribute substantially to the

UNITED STATES OF AMERICA  
BEFORE FEDERAL TRADE COMMISSION

[REDACTED]

Jon Leibowitz  
William E. Kovacic  
J. Thomas Rosch

\_\_\_\_\_)  
In the Matter of )  
)  
EQUITABLE RESOURCES, INC., )  
)  
DOMINION RESOURCES, INC., )  
)  
CONSOLIDATED NATURAL GAS COMPANY, )  
)  
and )  
)  
THE PEOPLES NATURAL GAS COMPANY, )  
)  
Respondents. )

Docket No. 9322  
**NONPUBLIC**

**CERTIFICATE OF SERVICE**

I, Evelyn J. Rownton, hereby certify that on January 20, 2008