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NATIONAL FUEL GAS CO  
Form 8-K  
April 30, 2002

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): April 25, 2002

NATIONAL FUEL GAS COMPANY

(Exact name of registrant as specified in its charter)

|                                                                                    |                                       |                                     |
|------------------------------------------------------------------------------------|---------------------------------------|-------------------------------------|
| New Jersey<br>(State or other jurisdiction incorporation)                          | 1-3880<br>(Commission File<br>Number) | 13-1086010<br>(IRS Employer<br>No.) |
| 10 Lafayette Square, Buffalo, New York<br>(Address of principal executive offices) | 14203<br>(Zip Code)                   |                                     |

Registrant's telephone number, including area code: (716) 857-6000

ITEM 5. OTHER EVENTS

On April 25, 2002, National Fuel Gas Company (the "Company") issued a press release regarding its operations for the period ended March 31, 2002. On April 26, 2002, the Company issued a press release regarding its projected operations for the period ending September 30, 2003 and the projected oil and gas production of its subsidiary, Seneca Resources, Inc. The press releases are hereby incorporated by reference and filed as part of this Current Report as Exhibits 5.1 and 5.2, respectively.

Neither the filing of either press release as an exhibit to this Current Report nor the inclusion of a reference to the Company's internet address shall, under any circumstances, be deemed to incorporate the information at such internet address into this Current Report. The information available at the Company's internet address as of the date of this Current Report or any other report filed by the Company with the Securities and Exchange Commission shall not be deemed to be part of this Current Report.

Certain statements contained herein and incorporated by reference from the press release regarding the Company's earnings projections, are "forward-looking statements" as defined by the Private Securities Litigation Reform Act of 1995. There is no assurance that the Company's projections will in fact be achieved nor do these projections reflect the impact of divestitures that may occur during fiscal 2002 or 2003. While the Company's expectations, beliefs and assumptions are made in good faith and are believed to have a reasonable basis, actual results may differ materially from those stated in the statement. Furthermore, each forward-looking statement speaks only as of the date on which it is made and the Company has no obligation to update the statement to reflect events or circumstances after the date on which it is made or the occurrence of unanticipated events. In addition to other factors, the following are important factors that could cause the Company's actual results to differ materially from those discussed in the forward-looking statements: changes in economic conditions; changes in the availability and price of natural gas and oil; inability to obtain new customers or retain existing ones; significant changes in competition; governmental/regulatory actions, initiatives and proceedings, including those affecting the Company's rates of return, industry and rate structure, franchise renewal, and environmental/safety requirements; restructuring initiatives in the natural gas and electric industries; significant changes from operations; changes in expenditures and operating expenses and unanticipated project delays or changes in project costs; changes in the profitability of pending and potential projects and other investments; occurrences affecting the Company's operations, debt or equity to finance needed capital expenditures and other investments; unavailability of financing; estimates; ability to successfully identify and finance oil and gas property acquisitions and other investments; ability to successfully identify and retain existing and any subsequently acquired business or properties; ability to successfully identify,

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viable natural gas and oil reserves; significant changes from expectations in the Company's actual or oil; changes in the availability and/or price of derivative financial instruments; changes in the related effect given the accounting treatment or valuation of related derivative financial instruments; counterparty obligations to meet their obligations with respect to the Company's financial instruments; regulations in foreign trade and monetary policies, laws, and regulations related to foreign operations, political inflation and exchange rates, taxes and operating conditions; significant changes in tax rates or interest; significant changes in the Company's relationship with its employees and contractors if labor disputes, grievances or shortages were to occur; or changes in accounting principles or to the Company. The Company disclaims any obligation to update any forward-looking statements to after the date hereof or to reflect the occurrence of unanticipated events.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

Exhibit 99(a) - Press Release issued April 25, 2002

Exhibit 99(b) - Press Release issued April 26, 2002

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has on its behalf by the undersigned hereunto duly authorized.

NATIONAL FUEL GAS COMPANY

By: /s/ James R. Peterson

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James R. Peterson  
Assistant Secretary

EXHIBIT INDEX

| Exhibit Number | Description                         |
|----------------|-------------------------------------|
| 99(a)          | Press Release issued April 25, 2002 |
| 99(b)          | Press Release issued April 26, 2002 |