NATIONAL FUEL GAS CO
Form 11-K
June 24, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 11-K

þ **ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the Year Ended December 31, 2010

OR

o **TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission File Number 1-3880

NATIONAL FUEL GAS COMPANY
TAX-DEFERRED SAVINGS PLAN
FOR NON-UNION EMPLOYEES
(Full title of the Plan)

NATIONAL FUEL GAS COMPANY
(Name of issuer of the securities held pursuant to the Plan)
6363 Main Street, Williamsville, New York 14221
(Address of principal executive office)

REQUIRED INFORMATION

1. Plan financial statements and schedules prepared in accordance with financial reporting requirements of ERISA. See accompanying Index on next page.
2. Signatures
3. Exhibit

Exhibit Number	Description of Exhibit
23	Consent of Independent Registered Public Accounting Firm

NATIONAL FUEL GAS COMPANY
TAX-DEFERRED SAVINGS PLAN
FOR NON-UNION EMPLOYEES
INDEX TO FINANCIAL STATEMENTS AND SCHEDULE

	Page Number
Report of Independent Registered Public Accounting Firm	1
Financial Statements:	
Statements of Net Assets Available for Benefits at December 31, 2010 and 2009	2
Statements of Changes in Net Assets Available for Benefits for the Years Ended December 31, 2010 and 2009	3
Notes to Financial Statements	4 - 12
Supplemental Schedule:	
Schedule H, Line 4i Schedule of Assets (Held at End of Year) as of December 31, 2010	13

Report of Independent Registered Public Accounting Firm

To the Participants and
Plan Administrator of the
National Fuel Gas Company
Tax-Deferred Savings Plan for
Non-Union Employees

We have audited the accompanying statements of net assets available for benefits of the National Fuel Gas Company Tax-Deferred Savings Plan for Non-Union Employees as of December 31, 2010 and 2009, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan s management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the National Fuel Gas Company Tax-Deferred Savings Plan for Non-Union Employees as of December 31, 2010 and 2009, and the changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets (held at end of year) is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan s management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Bonadio & Co., LLP
June 24, 2011
Williamsville, New York

NATIONAL FUEL GAS COMPANY
TAX-DEFERRED SAVINGS PLAN
FOR NON-UNION EMPLOYEES
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31, 2010	2009
Assets:		
Investments at fair value:		
National Fuel Gas Company Employee Stock Ownership Plan (ESOP) Fund	$ 158,064,613	$ 127,486,995
Vanguard 500 Index Fund	41,483,033	38,746,773
Vanguard Total Bond Market Index Fund	20,470,825	17,003,823
Vanguard Retirement Savings Trust	19,778,179	17,739,498
Vanguard Extended Market Index Fund	10,143,298	7,796,482
Vanguard STAR Fund	9,994,536	7,553,569
Vanguard Prime Money Market Fund	8,076,026	8,328,750
Vanguard European Stock Index Fund	7,300,860	7,747,864
Vanguard Pacific Stock Index Fund	4,128,454	3,708,822
	279,439,824	236,112,576
Receivables:		
Notes Receivable from Participants	2,616,426	2,536,291
Employer Contributions	295,275	285,122
Participant Contributions		1,727
Dividends Receivable	57,394	56,129
Total Assets	282,408,919	238,991,845
Liabilities:		
Dividends Payable to Participants	57,394	56,129
Net Assets Available for Benefits at Fair Value	282,351,525	238,935,716
	(778,822)	(383,498)

Adjustment from Fair Value to Contract Value for Fully Benefit-Responsive Investment Contracts		
Net Assets Available for Benefits	$ 281,572,703	$ 238,552,218

The accompanying notes are an integral part of these financial statements.

NATIONAL FUEL GAS COMPANY
TAX-DEFERRED SAVINGS PLAN
FOR NON-UNION EMPLOYEES
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

	December 31, 2010	2009
Investment Income from National Fuel Gas Company ESOP Fund	$ 3,431,339	$ 3,382,315
Interest and Dividend Income	518,902	479,858
Investment Income from Mutual Funds	2,175,787	2,135,431
Total Investment Income	6,126,028	5,997,604
Net Appreciation in Fair Value of Investments	46,488,280	60,813,758
Interest Income from Notes Receivable from Participants	135,156	135,696
Employer Contributions	3,553,100	3,334,511
Participant Contributions	7,293,871	6,978,024
Participant Purchase and Loan Fees	(4,555)	(3,751)
Rollovers and Other Individual Transfers In	561,686	789,935
Dividend Payments to Participants	(235,492)	(220,498)
Benefit Payments to Participants or Beneficiaries	(20,897,589)	(11,618,279)
Increase In Net Assets Available for Benefits	43,020,485	66,207,000
Net Assets Available for Benefits: Beginning of Year	238,552,218	172,345,218
End of Year	$ 281,572,703	$ 238,552,218

The accompanying notes are an integral part of these financial statements.

NATIONAL FUEL GAS COMPANY
TAX-DEFERRED SAVINGS PLAN
FOR NON-UNION EMPLOYEES
NOTES TO FINANCIAL STATEMENTS

NOTE 1 DESCRIPTION OF PLAN

General:

The following is a brief description of the National Fuel Gas Company Tax-Deferred Savings Plan For Non-Union Employees (the Plan) provided for general information purposes only. Participants should refer to the Plan document for more complete information. The Plan is a defined contribution plan as permitted under Section 401(k) of the Internal Revenue Code. The Plan was adopted July 26, 1984, effective as of July 1, 1984, and has been amended and restated since that time. It is subject to the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

During 2003, the Board of Directors of National Fuel Gas Company approved the merger of the National Fuel Gas Company Employees Thrift Plan (the Thrift Plan) into the Plan, in part, and into another plan, in part. Specifically, the account balances contained in the Thrift Plan s Government Bond Fund and the Pooled Investment Contract Fund were merged into the Plan. The account balances containing the employer directed investment fund of the Thrift Plan, which consisted of National Fuel Gas Company Common Stock, were merged into another plan. The merger was effective as of August 1, 2003. Funds previously invested in the Government Bond Fund were initially invested in the Vanguard Total Bond Market Index Fund, and funds previously invested in the Pooled Investment Contract Fund were initially invested in the Vanguard Retirement Savings Trust. Former Thrift Plan participants have the option to move these funds into other investment options offered by the Plan and retain the same rights and features of the former Thrift Plan. Former Thrift Plan funds are kept separate from any funds that a participant invests directly into the Plan.

Effective July 1, 2003, an additional Retirement Savings Account benefit was provided to certain participants in the Plan. Participants should refer to the Plan document for more complete information.

Effective September 28, 2007, the Plan was amended such that the portion of the Trust invested in National Fuel Gas Company Stock Fund A and National Fuel Gas Company Stock Fund B is designated as an Employee Stock Ownership Plan (ESOP). The ESOP portion of the Plan is intended to be a stock bonus plan as defined in Treasury Regulations section 1.401-1(b)(1)(iii) and a non-leveraged employee stock ownership plan under the requirements of sections 401(a) and 4975(e) of the Internal Revenue Code. Cash dividends paid with respect to shares of stock held in the ESOP as of the record date for such dividends shall be, at the election of the participant or beneficiary, either (i) paid or distributed in cash to the participant or beneficiary, or (ii) paid to the applicable National Fuel Gas Company ESOP Fund and reinvested in National Fuel Gas Company common stock. Except with respect to hardship withdrawals, if a participant or beneficiary fails to make a proper election with respect to a dividend, the participant or beneficiary shall be deemed to have elected to have the dividend paid to the applicable National Fuel Gas Company ESOP Fund and reinvested in National Fuel Gas Company common stock.

Eligibility and Participation:

Originally, the Plan was established for the benefit of professional, administrative or executive (i.e. salaried) employees of National Fuel Gas Company and its participating subsidiaries (the Company). Persons who were salaried employees on July 1, 1984, were eligible to participate at that date. Effective on various dates since July 1, 1984, most non-union non-salaried employees of the Company became eligible to participate in the Plan. New employees must complete 1,000 hours of employment and have attained age 21 in order to become eligible to participate. There are four groups of non-union employees who are eligible to participate in the Plan. Employer contributions vary by group and employee s years of service and contribution. Certain Plan participants who have completed 12 months of employment, including at least 1,000 hours of service, attained age 21, and whose first hour of service with the Company is credited on or after July 1, 2003 are eligible for the Retirement Savings Account benefit. Effective as of July 1, 2005, part-time employees known as Customer Support Representative I or Customer Support Representative II are not eligible to make salary reduction contributions to the Plan.

Contributions:

Participants may direct the Company to reduce their base salaries by a specified full percentage that ranges from 2% to 50%. These salary reductions are subject to certain Plan and Internal Revenue Code limitations, and the Company remits them to the Plan Trustee on the participants behalf. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. Participants may change their investment allocation on a daily basis. In addition, the Company makes an employer matching contribution that ranges from 1% to 6% of the participant s base salary, depending on their participant group, years of service and rate of salary reduction contributions. Participants eligible for the Retirement Savings Account benefit receive a Company contribution of 2%, 3% or 4% of the participant s compensation (in addition to any employer matching contributions under the Plan), depending on the participant s years of service. The Company contribution in the Retirement Savings Account is participant directed and can be directed into any of the Plan s investment options except for the Common Stock of National Fuel Gas Company.

Base salary is defined in the Plan generally to mean a participant s base annual salary for a payroll period. An individual participant s salary reduction contributions to the Plan are subject to ceilings imposed by the Internal Revenue Service. However, the Company matching contributions are not subject to such ceilings. The ceiling was $16,500 for 2009 and 2010 and will remain at that level for 2011. However, if a participant is age 50 or over, the ceiling for 2009 and 2010 was $22,000 and will remain at that level for 2011.

Participants accounts, including all salary reduction contributions, employer matching contributions, and the earnings thereon, are at all times fully vested and nonforfeitable. Participants accounts within the Retirement Savings Account are 100% vested following five years of service for all pre-January 1, 2007 employer contributions, and following three years of service for all employer contributions thereafter. Forfeitures may be used to reduce Company contributions. Forfeitures amounted to $4,829 and $1,205 for the years ended December 31, 2010 and 2009, respectively. Unused forfeitures amounted to $7,287 and $8,486 at December 31, 2010 and 2009, respectively.

Employer Matching Contributions:

Employer matching contributions are invested in a fund consisting primarily of the common stock of National Fuel Gas Company (National Fuel Gas Company ESOP Fund). This fund also maintains a small cash position in the Vanguard Prime Money Market Fund and may also include receivables and/or payables for unsettled security transactions and receivables for accrued dividends. A separate account is maintained for each participant showing his/her interest in this fund.

Participants may exchange all or a portion of their National Fuel Gas Company common stock (National Fuel Gas Company ESOP Fund) for an interest in another fund.

Distributions, Loans and Withdrawals:

Plan participants (or their beneficiaries) may receive distributions from the Plan upon death, retirement, disability or other termination, in accordance with a qualified domestic relations order, or in the event of hardship, subject to the Plan s limitations and restrictions. In certain cases, participants may postpone receipt of Plan distributions.

Plan participants may borrow from their accounts in accordance with certain Plan rules. Such loans are shown on the Statement of Net Assets Available for Benefits as Notes Receivable from Participants. Participant loans are valued at their unpaid principal balances. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Former Thrift Plan Participants may, at any time, withdraw the entire value of those amounts transferred to the Plan.

Participant Accounts:

Each participant s account is credited with the participant s contribution and an allocation of (a) the Company s contribution, (b) Plan earnings, and (c) investment fees. Allocations are based on participant earnings

or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant s account.

Administration:

A Tax-Deferred Savings Plan Committee appointed by the Chief Executive Officer of National Fuel Gas Company is the Administrator of the Plan. The assets of the Plan are held by the Trustee, Vanguard Fiduciary Trust Company (Vanguard).

Plan Termination:

The Company reserves the right in its discretion to amend, suspend, or terminate the Plan at such time as it deems appropriate, subject to the provisions of ERISA. In the event that the Plan is terminated, participants are entitled to all salary reduction contributions, employer matching contributions and earnings thereon within their accounts. Participants with a Retirement Savings Account are entitled to the vested portion of such account.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting:

The accompanying financial statements are prepared on the accrual basis of accounting.

As described in Financial Accounting Standards Board (FASB) authoritative guidance regarding the reporting of fully benefit-responsive investment contracts held by a defined-contribution plan, fully benefit-responsive investment contracts are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Plan invests in investment contracts through a common/collective trust. As required by the authoritative guidance, the Statement of Net Assets Available for Benefits presents the fair value of the investment in the common/collective trust as well as the adjustment of the investment in the common/collective trust from fair value to contract value relating to the investment contracts. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

The common/collective trust fund is stated at fair value as determined by the Vanguard Retirement Savings Trust based on the fair value of the underlying investments. Its underlying investments in investment contracts are valued at fair value and then adjusted by the issuer to contract value, which represents contributions made less withdrawals plus interest accrued using a crediting rate formula. The crediting rate is the discount rate that equates the estimated future market value with such portfolio s current contract value. Crediting rates are reset quarterly, but cannot fall below zero. The common/collective trust fund s underlying investments seek to preserve capital and provide a competitive level of income over time that is consistent with the preservation of capital.

There are not any unfunded commitments whereby the Plan or its participants are required to invest a specified amount of additional capital at a future date to fund investments that will be made by the common/ collective trust. The common/collective trust fund does not have any significant restrictions on redemptions. Participant-directed redemptions can be made on any business day and do not have a redemption notice period. Certain events, such as a change in law, regulation, administrative ruling or employer-initiated termination of the common/collective trust, may limit the ability of the Plan to transact the common/collective trust fund at contract value. The occurrence of any such events is not considered probable as of December 31, 2010.

Investment Valuation and Income Recognition:

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Net appreciation includes the Plan s gains and losses on investments bought and sold, as well as held, during the year. Capital gain distributions are included in investment income.

Risks and Uncertainties:

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants account balances and the amounts reported in the Statement of Net Assets Available for Benefits.

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

Administrative Expenses:

Expenses related to administration of the Plan and Trust are borne by the Company. The Company paid Vanguard $33,145 and $32,526 for services rendered in connection with the Plan and Trust for the years ended December 31, 2010 and December 31, 2009, respectively. Brokerage commissions and similar costs of acquiring or selling securities (if any) that are incurred by a Vanguard investment fund are borne by the participant. Brokerage commissions and similar costs of acquiring or selling securities that are incurred with respect to National Fuel Gas Company common stock held in the National Fuel Gas Company ESOP Fund are paid by the Company. Fees for managing the National Fuel Gas Company ESOP Fund are borne by the participant. Loan origination fees and annual maintenance fees for each loan are also borne by the participant.

Payments of Benefits:

Benefit payments to participants are recorded upon distribution.

NOTE 3 FAIR VALUE MEASUREMENTS

The FASB authoritative guidance regarding fair value measurements establishes a fair value hierarchy and prioritizes the inputs used in valuation techniques that measure fair value. Those inputs are prioritized into three levels. Level 1 inputs are unadjusted quoted prices in active markets for assets or liabilities that the Plan has the ability to access at the measurement date. Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly at the measurement date. Level 3 inputs are unobservable inputs for the asset or liability at the measurement date. The Plan s assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels.

The following table sets forth, by level within the fair value hierarchy, the Plan s investments that were accounted for at fair value on a recurring basis as of December 31, 2010 and December 31, 2009. Financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. For the year ended December 31, 2010, no transfers in or out of Level 1 or Level 2 occurred.

	At Fair Value as of December 31, 2010			
Recurring Fair Value Measures:	Level 1	Level 2	Level 3	Total
Investments:				
National Fuel Gas Company ESOP Fund	$	$ 158,064,613	$	$ 158,064,613
Mutual Funds:				
Vanguard 500 Index Fund	41,483,033			41,483,033
Vanguard Total Bond Market Index Fund	20,470,825			20,470,825
Vanguard Extended Market Index Fund	10,143,298			10,143,298
Vanguard STAR Fund	9,994,536			9,994,536
Vanguard Prime Money Market Fund	8,076,026			8,076,026
Vanguard European Stock Index Fund	7,300,860			7,300,860
Vanguard Pacific Stock Index Fund	4,128,454			4,128,454
Common/Collective Trust Fund:				
Vanguard Retirement Savings Trust		19,778,179		19,778,179
Total	$ 101,597,032	$ 177,842,792	$	$ 279,439,824

	At Fair Value as of December 31, 2009			
Recurring Fair Value Measures:	Level 1	Level 2	Level 3	Total
Investments:				
National Fuel Gas Company ESOP Fund	$	$ 127,486,995	$	$ 127,486,995
Mutual Funds:				
Vanguard 500 Index Fund	38,746,773			38,746,773
Vanguard Total Bond Market Index Fund	17,003,823			17,003,823
Vanguard Extended Market Index Fund	7,796,482			7,796,482
Vanguard STAR Fund	7,553,569			7,553,569
Vanguard Prime Money Market Fund	8,328,750			8,328,750
Vanguard European Stock Index Fund	7,747,864			7,747,864
Vanguard Pacific Stock Index Fund	3,708,822			3,708,822
Common/Collective Trust Fund:				
Vanguard Retirement Savings Trust		17,739,498		17,739,498
Total	$ 90,886,083	$ 145,226,493	$	$ 236,112,576

The fair value of the National Fuel Gas Company ESOP Fund reported in Level 2 is based primarily on the quoted market value of National Fuel Gas Company common stock as well as the value of cash positions, such as money market instruments, and receivables at the close of the Plan year. The mutual funds reported in Level 1 are Securities and Exchange Commission (SEC) registered investments. The fair values of the Plan s mutual funds are based on quoted market prices as these instruments have active markets. The fair value of the Plan s interest in investment contracts through a common/collective trust is based on the fair value of the underlying investments in the common/collective trust at year-end. The audited financial statements of the common/collective trust reported the

majority of the investments of the common/collective trust in Level 2, which was the lowest level of input significant to the fair value measurement.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTE 4 INCOME TAXES

The Internal Revenue Service has determined in a letter dated September 9, 2002 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). However, the Plan has been amended since receiving the determination letter. Under the FASB s current authoritative guidance concerning accounting for uncertainty in income taxes, the tax-qualified status of the Plan is deemed to be an uncertainty since events could potentially occur to jeopardize that tax-qualified status. However, the Plan administrator and the Plan s tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Accordingly, the Plan financial statements do not have a liability for unrecognized tax benefits and do not include any provisions for income taxes.

NOTE 5 PARTIES-IN-INTEREST

The Plan invests in shares of mutual funds managed by an affiliate of Vanguard. Vanguard acts as trustee for only those investments as defined by the Plan. The Plan also invests in common stock of National Fuel Gas Company. Transactions in such investments qualify as party-in-interest transactions, which are exempt from the prohibited transaction rules. Investment income from parties-in-interest amounted to $6,126,028 and $5,997,604 for the years ended December 31, 2010 and December 31, 2009, respectively.

NOTE 6 INVESTMENTS

The following investments comprised more than 5% of Plan net assets available for benefits:

	December 31,	
	2010	2009
National Fuel Gas Company ESOP Fund	$ 158,064,613	$ 127,486,995
Vanguard 500 Index Fund	41,483,033	38,746,773
Vanguard Total Bond Market Index Fund	20,470,825	17,003,823
Vanguard Retirement Savings Trust	19,778,179	17,739,498

The net appreciation in fair value of investments including realized gains (losses) on investments sold during the years ended December 31, 2010 and 2009 are as follows:

	For the Years Ended December 31,	
	2010	2009
National Fuel Gas Company ESOP Fund	$ 38,326,920	$ 47,843,031
Vanguard 500 Index Fund	4,754,396	7,508,983
Vanguard Extended Market Index Fund	1,940,930	1,941,502
Vanguard STAR Fund	639,488	1,116,364
Vanguard Pacific Stock Index Fund	437,406	540,539
Vanguard Total Bond Market Index Fund	378,478	272,612
Vanguard European Stock Index Fund	10,662	1,590,727
	$ 46,488,280	$ 60,813,758

NOTE 7 INVESTMENT PROGRAMS

The funds listed below are the investment options for salary reduction contributions as of December 31, 2010.

National Fuel Gas Company ESOP Fund:

The National Fuel Gas Company ESOP Fund seeks long-term growth of capital. The fund invests in National Fuel Gas Company common stock to provide investors the possibility of long-term growth through increases in the value of the stock and the reinvestment of dividends. A small portion of the fund may also be invested in cash investments, such as money market instruments, to help accommodate daily transactions.

Vanguard 500 Index Fund:

The Vanguard 500 Index Fund seeks to track the performance of a benchmark index that measures the investment return of large-capitalization stocks. The fund employs a passive management or indexing investment approach designed to track the performance of the Standard & Poor s 500 Index, a widely recognized benchmark of U.S. stock market performance that is dominated by the stocks of large U.S. companies. The fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the index, holding each stock in approximately the same proportion as its weighting in the index.

Vanguard Retirement Savings Trust:

The Vanguard Retirement Savings Trust seeks to provide current and stable income, while maintaining a stable share value of $1. The fund invests primarily in synthetic investment contracts backed by high-credit-quality fixed income investments and traditional investments issued by insurance companies and banks. The fund seeks to achieve its objective by diversifying among high credit-quality investments and investment contracts, which are structured to smooth market gains and losses over time.

Vanguard Total Bond Market Index Fund:

The Vanguard Total Bond Market Index Fund seeks to track the performance of a broad, market-weighted bond index. The fund employs a passive management or indexing investment approach designed to track the performance of the Barclays Capital U.S. Aggregate Float Adjusted Bond Index. This index measures a wide spectrum of public, investment-grade, taxable, fixed income securities in the United States. This includes government, corporate, and international dollar-denominated bonds, as well as mortgage-backed and asset-backed securities, all with maturities of more than one year.

Vanguard European Stock Index Fund:

The Vanguard European Stock Index Fund seeks to track the performance of a benchmark index that measures the investment return of stocks issued by companies located in the major markets of Europe. The fund employs a passive management or indexing investment approach by investing all, or substantially all, of its assets in the common stocks included in the Morgan Stanley Capital International (MSCI) Europe Index. The MSCI Europe Index is made up of common stocks of companies located in sixteen European countries, mostly companies in the United Kingdom, France, Switzerland, and Germany. Other countries represented in the index include Austria, Belgium, Denmark, Finland, Greece, Ireland, Italy, the Netherlands, Norway, Portugal, Spain, and Sweden.

Vanguard Extended Market Index Fund:

The Vanguard Extended Market Index Fund seeks to track the performance of a benchmark index that measures the investment return of small- and mid-capitalization stocks. The fund employs a passive management or indexing investment approach designed to track the performance of the Standard & Poor s Completion Index, a broadly diversified index of small and medium sized U.S. companies. The Standard & Poor s Completion Index contains all of the U.S. common stocks regularly traded on the New York and American Stock Exchanges, and the NASDAQ over-the-counter market, except those stocks included in the Standard & Poor s 500 Index. The fund invests all, or substantially all, of its assets in stocks of its target index, with nearly 80% of its assets invested in the 1,200 largest stocks in its target index (covering nearly 80% of the index s total market capitalization), and the rest of its assets in a representative sample of the remaining stocks.

Vanguard Prime Money Market Fund:

The Vanguard Prime Money Market Fund seeks to provide current income while maintaining liquidity and a stable share value of $1. The fund invests primarily in high-quality, short-term money market instruments, including certificates of deposit, banker s acceptances, commercial paper, and other money market securities. To be considered high-quality, a security generally must be rated in one of the two highest credit-quality categories for short-term securities by at least two nationally recognized rating services (or by one, if only one rating service has rated the security). If not rated, the security must be determined by Vanguard to be of quality equivalent to those in the two highest credit-quality categories. The fund will invest more than 25% of its assets in securities issued by companies in the financial services industry. The fund will maintain a dollar-weighted average maturity of 60 days or less.

Vanguard STAR Fund:

The Vanguard STAR Fund seeks to provide long-term capital appreciation and income. The STAR Fund invests in a diversified group of other Vanguard mutual funds, rather than in individual securities. The fund follows a balanced investment approach by placing 60% to 70% of its assets in common stocks through eight stock funds; 20% to 30% of its assets in bonds through two bond funds; and 10% to 20% of its assets in short-term investments through a short-term bond fund. The fund s stock holdings emphasize large-capitalization stocks of domestic companies and, to a lesser extent, a diversified group of stocks in companies located outside the United States. The fund s bond holdings focus predominately on short and long-term investment-grade corporate bonds and GNMA mortgage-backed securities.

Vanguard Pacific Stock Index Fund:

The Vanguard Pacific Stock Index Fund seeks to track the performance of a benchmark index that measures the investment return of stocks issued by companies located in the major markets of the Pacific region. The fund employs a passive management or indexing investment approach by investing all, or substantially all, of its assets in the common stocks included in the MSCI Pacific Index. The MSCI Pacific Index consists of common stocks of companies located in Japan, Australia, Hong Kong, Singapore, and New Zealand.

NOTE 8 RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2010 and 2009 to Form 5500:

	2010	2009
Net assets available for benefits per the financial statements	$ 281,572,703	$ 238,552,218
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	778,822	383,498
Net assets available for benefits per Form 5500	$ 282,351,525	$ 238,935,716

The following is a reconciliation of the statement of changes in net assets available for benefits per the financial statements at December 31, 2010 and 2009 to Form 5500:

	2010	2009
Increase in net assets available for benefits per the financial statements	$ 43,020,485	$ 66,207,000
Change in adjustment from contract value to fair value for fully benefit-responsive investment contracts	395,324	592,850
Increase in net assets available for benefits per Form 5500	$ 43,415,809	$ 66,799,850

NOTE 9 RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

In September 2010, the FASB issued authoritative guidance related to reporting loans to participants by defined contribution plans. The new guidance clarifies how loans to participants should be classified and measured by defined contribution pension benefit plans and should be applied retrospectively to all prior periods presented. This authoritative guidance became effective for the Plan year ended December 31, 2010, and the Plan applied the guidance retrospectively on the Plan s financial statements as required. The adoption of this guidance was not significant to the financial statements taken as a whole as the unpaid principal balance on loans to participants generally approximates fair value.

SCHEDULE I

NATIONAL FUEL GAS COMPANY
TAX-DEFERRED SAVINGS PLAN FOR NON-UNION EMPLOYEES
EIN: 13-1086010 PLAN No. 006
SCHEDULE H, LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2010

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	National Fuel Gas Company	ESOP Fund (3,388,037 units)	**	$ 158,064,613
	Mutual Funds:			
*	Vanguard Group of Investment Companies	500 Index Fund (358,168 units)	**	41,483,033
*	Vanguard Group of Investment Companies	Total Bond Market Index Fund (1,931,210 units)	**	20,470,825
*	Vanguard Group of Investment Companies	Extended Market Index Fund (245,839 units)	**	10,143,298
*	Vanguard Group of Investment Companies	STAR Fund (523,823 units)	**	9,994,536
*	Vanguard Group of Investment Companies	Prime Money Market Fund (8,076,026 units)	**	8,076,026
*	Vanguard Group of Investment Companies	European Stock Index Fund (278,659 units)	**	7,300,860
*	Vanguard Group of Investment Companies	Pacific Stock Index Fund (379,803 units)	**	4,128,454
		Total Vanguard Mutual Funds		259,661,645
	Common/Collective Trust (1):			
*	Vanguard Group of Investment Companies	Retirement Savings Trust (18,999,357 units)	**	19,778,179
*	National Fuel Gas Company Tax Deferred Savings Plan For Non-Union Employees	Participant Loan Account (Interest rates range from 4.25% to 11.0%).		2,616,426
	TOTAL			$ 282,056,250

* Denotes known party-in-interest to the Plan.

** Investments are participant directed, thus cost information is not required.

(1) The audited annual report for the Vanguard Retirement Savings Trust has been filed with the Department of Labor by the Vanguard Fiduciary Trust Company. The entity s tax identification number is 23-2186884.

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

NATIONAL FUEL GAS COMPANY
TAX DEFERRED SAVINGS PLAN
FOR NON-UNION EMPLOYEES
(Name of Plan)

By /s/ D.P. Bauer
D.P. Bauer
Treasurer and Principal Financial Officer

By /s/ K.M. Camiolo
K.M. Camiolo
Controller and Principal Accounting Officer

Date: June 24, 2011

EXHIBIT INDEX

Exhibit Number	Description of Exhibit
23	Consent of Independent Registered Public Accounting Firm