

QUESTAR CORP
Form DFAN14A
March 11, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No. __)

Filed by the Registrant ☐ Filed by a Party other than the Registrant ☒

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ **Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☒ Soliciting Material Pursuant to §240.14a-12

Questar Corporation

(Name of Registrant as Specified In Its Charter)

Dominion Resources, Inc.

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☒ No fee required.

☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of the transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

New FAQs made available to Questar Corporation employees by Dominion Resources, Inc. regarding the merger transaction

March 11, 2016

Benefits at Dominion (Pension)

(New) If I retire as a Dominion Questar employee in several years, will I still be able to take the lump sum option for money I earned within my pension while I was a Questar employee?

Yes. You will continue to have the lump sum option for the benefits earned under the Questar Pension Plan before the merger no matter when you retire.

Compensation at Dominion

(New) What is a Target Award Percentage in the AIP calculation?

Dominion's non-union employees are assigned a target award percentage based on their job title. Employee target awards vary between 8.5% and 25% based on job title.

(New) Can you provide some examples of the AIP payouts?

The payout calculation is based on the following formula:

$$(\text{Plan Compensation}) \times (\text{Target Award \%}) \times (\text{Plan Funding \%}) \times (\text{Goal Package Score}) = \text{Award Payout}$$

Let's take a non-exempt employee who has a base pay of \$40,000 and has a target award percentage of 8.5% in two situations:

In example 1, the non-exempt employee earns \$3,000 additional compensation from overtime, but the plan funding is only 20%. His department met all of their goals including financial, safety, diversity, and other operating & stewardship goals. Therefore, the goal package receives a 100% score.

In example 2, the non-exempt employee does not work overtime during the year. The plan funding is 100%, but the department misses a goal and only receives a 90% goal package score.

			Target		Plan		Goal		
	Plan		Award		Funding		Package		
	Compensation		%		%		Score		Payout
Example 1	\$43,000	x	8.5%	x	20%	x	100%	=	\$731
Example 2	\$40,000	x	8.5%	x	100%	x	90%	=	\$3,060

Now, let's look at an exempt salaried employee (not eligible for overtime). Her base salary is \$80,000 and she has a target award percentage of 15%. The plan funding is 90% and her department met all of their goals including financial, safety, diversity, and other operating & stewardship goals. Therefore, the goal package receives a 100% score.

			Target		Plan		Goal		
	Plan		Award		Funding		Package		
	Compensation		%		%		Score		Payout
	\$80,000	x	15%	x	90%	x	100%	=	\$10,800