NORTHWEST NATURAL GAS CO

Form 4 March 25, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

[NWN]

2. Issuer Name and Ticker or Trading

NORTHWEST NATURAL GAS CO

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

DOOLITTLE LEA ANNE

			[14 44 14]							
(Last) 220 NW SI	(Last) (First) (Middle) 3. Date of (Month/D) NW SECOND AVENUE 03/23/20			•				DirectorX Officer (give below) Chief Ad		Owner er (specify
				endment, Date Original nth/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)			
PORTLAND, OR 97209							_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities Acqu	iired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/23/2016			S	6,113	D	52.173 (1)	0.485	D	
Common Stock								8,254.4976	I	See Footnote (2)
Common Stock								2,232.459	I	See Footnote (3)
Common Stock								524.089	I	See Footnote

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			(4)
Common Stock	338.3217	I	See Footnote (5)
Common Stock	319.3813	I	See Footnote

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.	ection	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)
				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				
DOOLITTLE LEA ANNE								
220 NW SECOND AVENUE			Chief Adm. Officer & SVP					

Signatures

PORTLAND, OR 97209

Shawn M. Filippi,	03/25/2016
Attorney-in-Fact	03/23/2010

**Signature of Reporting Person Date

Reporting Owners 2

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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).
- This transaction was executed in multiple sales on reported date with prices ranging from \$51.97 to \$52.24, resulting in an average price
- (1) of \$52.173. Northwest Natural Gas Company will provide upon request by the Commission staff or a security holder of the issuer full information regarding the number of shares sold at each separate price.
- (2) Shares are held in reporting person's account under issuer's Retirement K Savings Plan as of February 29, 2016.
- (3) Reflects shares that have been credited to reporting person's account under the issuer's Deferred Compensation Plan for Directors and Executives.
- (4) Reflects shares that have been credited to reporting person's account under the issuer's Executive Deferred Compensation Plan.
- (5) Shares are held in account of reporting person's spouse.
- (6) Shares are held in reporting person's spouse's account under issuer's Retirement K Savings Plan as of February 29, 2016.

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.