CABOT OIL & GAS CORP

Form 4

February 20, 2015

FORM 4

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

OMB Number: 3235-0287

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Section 16.
Form 4 or
Form 5
obligations
may continue.

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 30(h) of the Investment Company Act of 1940

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See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Liebl Todd L			2. Issuer Name and Ticker or Trading Symbol CABOT OIL & GAS CORP [COG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Chech all applicable)			
840 GESSNER RD, SUITE 1400 (Street)		E 1400	(Month/Day/Year) 02/18/2015	Director 10% Owner _X_ Officer (give title Other (specify below) Vice President			
			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
HOUSTON, TX 77024			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

							1 015011		
(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d 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	02/18/2015		A(1)	2,540	A	\$ 0	64,139	D	
Common Stock	02/18/2015		F	695	D	\$ 27.82	63,444	D	
Common Stock	02/18/2015		A(2)	1,430	A	\$ 0	64,874	D	
Common Stock	02/18/2015		F	392	D	\$ 27.82	64,482	D	
Common Stock	02/18/2015		A(3)	1,014	A	\$ 0	65,496	D	

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Common Stock 02/18/2015 F 278 D \$ 65,218 D

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

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SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Shares	\$ 0	02/19/2015		A	9,202	<u>(4)</u>	12/31/2017	Common	9,202

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Liebl Todd L

840 GESSNER RD SUITE 1400

Vice President

HOUSTON, TX 77024

Signatures

Deidre L. Shearer, Attorney-in-Fact for Todd L. Liebl 02/20/2015

**Signature of Reporting Person Date

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).
- (1) One-third vesting of hybrid performance share award made on February 16, 2012.
- (2) One-third vesting of hybrid performance share award made on February 21, 2013.

Reporting Owners 2

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- (3) One-third vesting of hybrid performance share award made on February 20, 2014.
 - The performance shares provide for payment in common stock and cash in an amount ranging from 0-200% of the performance shares
- (4) awarded, based upon certain performance criteria over a three year performance period, beginning January 1, 2015 and ending December 31, 2017.

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.