CABOT OIL & GAS CORP

Form 4

May 01, 2003

SEC Form 4

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response.....0.5

1. Name and Address of Reporting 2. Issuer Name 4. Statement for 6. Relationship of Reporting Person(s) Person' and Ticker or Trading (Month/Day/Year to Issuer Kelley, Robert Symbol (Check all applicable) 04/29/2003 X Director _ 10% Owner Cabot Oil & Gas (Last) (First) Officer (give title below) Corporation _ Other (Middle) COG (specify below) P.O. Box 1507 5. If Amendment, Date of Original Description 3. I.R.S. Identification **Director** (Street) (Month/Day/Year) Number of Reporting OK 78402 Ardmore. Person, if an entity 7. Individual or Joint/Group (voluntary) Filing (Check Applicable Line) (State) (City) (Zip) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3)	2.Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired n(A) or Disposed Of (D) (Instr. 3, 4, and 5)			5. Amount of Securities Beneficially Owned Following	6. Owner-ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
			Code	V	Amount	A/D	Price	Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)		
Common Stock												

	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/	4. Transactio Code (Instr.8)	5. Number of nDerivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Num Deri Seci Ben Owr Folk Rep Trar			

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		Yea	Year)			and 5)						(Ins
				Code	٧	A	D	DE	ED	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$24.735	04/29/2003		A(1)		10,000		04/29/2004	04/29/2008	Common	10,000	\$ 1

Explanation of Responses:

(1) Award to Reporting Person under Issuer's Second Amended and Restated 1994 Non-employee Director Stock Option Plan in a transaction exempt under Rule 16b-3. Option becomes exercisable in increments of one-third (i.e. 3334, 3333, 3333) on April 29, 2004, April 29, 2005 and April 29, 2006, respectively.

By: Date:

/s/ Lisa A. Machesney

04/29/2003

Lisa A. Machesney on behalf of Robert Kelley. Authority to sign granted pursuant to Power of Attorney previously submitted.

** Signature of Reporting Person

SEC 1474 (9-02)

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

- * 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).

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.