CABOT OIL & GAS CORP

Form 4

January 06, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * HUTTON JEFFREY W			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
			CABOT OIL & GAS CORP [COG]				COGJ	(Check all applicable)			
(Last) (First) (Middle) 840 GESSNER ROAD, SUITE 1400			3. Date of Earliest Transaction (Month/Day/Year) 01/05/2017					Director 10% Owner Symbol Officer (give title Other (specify below) Below) Sr. Vice President, Marketing			
	(Street)			endment, Da nth/Day/Yea		I		6. Individual or Jo Applicable Line) _X_ Form filed by 0	One Reporting Pe	rson	
HOUSTON	I, TX 77024							Form filed by N Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative (Securi	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Executio any	ned n Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Stock	01/05/2017			M	10,024	A	<u>(1)</u>	608,570	D		
Common Stock	01/05/2017			F	4,469	D	\$ 23.11	604,101	D		
Common								6 783 (2)	ī	Held in	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form

 $6,783 \stackrel{(2)}{=}$

I

401(k)

Plan.

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displays a currently valid OMB control number.

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)	4. Transactic Code (Instr. 8)	5. Number of tionDerivative 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	Amoun or Numbe of Shar	
Performance Shares	<u>(1)</u>	01/05/2017	M		11,793	<u>(1)</u>	01/05/2017	Common	11,79

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 8	Director	10% Owner	Officer	Other			
HUTTON JEFFREY W			Sr. Vice				
840 GESSNER ROAD, SUITE 1400			President,				
HOUSTON, TX 77024			Marketing				

Signatures

Deidre L. Shearer, Attorney-in Fact for Jeffrey W.
Hutton
01/06/2017

**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).
- Each performance share represented the right to receive up to one share of common stock, based on certain performance criteria in a three (1) year performance period which ended 12/31/2016. The Compensation Committee of the Board of Directors certified the results on 01/05/2017, which resulted in 85% of the stock being paid out.
- (2) Based on a statement dated December 31, 2016 for shares held by the reporting person under the Cabot Oil & Gas Savings Investment Plan.

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.

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