

CABOT OIL & GAS CORP
Form 4
July 30, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHROEDER SCOTT C

(Last) (First) (Middle)

840 GESSNER ROAD, SUITE 1400

(Street)

HOUSTON, TX 77024

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

CABOT OIL & GAS CORP [COG]

3. Date of Earliest Transaction (Month/Day/Year)

07/26/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Vice Pres., CFO & Treasurer

6. Individual or Joint/Group Filing(Check Applicable Line)

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 (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	07/26/2013		M	24,400 A \$ 17.61	560,131	D	
Common Stock	07/26/2013		D	5,531 D \$ 77.69	554,600	D	
Common Stock	07/26/2013		F	7,916 D \$ 77.69	546,684	D	
Common Stock	07/26/2013		M	32,400 A \$ 24.24	579,084	D	
Common Stock	07/26/2013		D	10,104 D \$ 77.73	568,980	D	

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Common Stock	07/26/2013	F	9,354	D	\$ 77.73	559,626	D	
Common Stock	07/26/2013	M	58,820	A	\$ 11.31	618,446	D	
Common Stock	07/26/2013	D	8,563	D	\$ 77.69	609,883	D	
Common Stock	07/26/2013	F	21,083	D	\$ 77.69	588,800	D	
Common Stock	07/26/2013	M	29,120	A	\$ 20.27	617,920	D	
Common Stock	07/26/2013	D	7,599	D	\$ 77.68	610,321	D	
Common Stock	07/26/2013	F	9,028	D	\$ 77.68	601,293	D	
Common Stock						3,660	I	Held by Children

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. Transaction 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)	Amount or Number of Shares
Stock Appreciation Rights	\$ 17.61	07/26/2013		M	24,400	(1) 02/22/2014	Common Stock	24,400
Stock Appreciation Rights	\$ 24.24	07/26/2013		M	32,400	(1) 02/20/2015	Common Stock	32,400
Stock Appreciation Rights	\$ 11.31	07/26/2013		M	58,820	(1) 02/19/2016	Common Stock	58,820

Stock									
Appreciation Rights	\$ 20.27	07/26/2013		M	29,120	<u>(1)</u>	02/18/2017	Common Stock	29,120

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHROEDER SCOTT C 840 GESSNER ROAD, SUITE 1400 HOUSTON, TX 77024			Vice Pres., CFO & Treasurer	

Signatures

Deidre L. Shearer, Attorney-in-Fact for Scott C. Schroeder	07/30/2013
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 **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) Stock Appreciation Rights became exerciseable for common stock in increments of one-third on each of the first three anniversaries of the date of grant.

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.