

CABOT OIL & GAS CORP  
Form 4  
July 30, 2013

**FORM 4**

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

OMB APPROVAL

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

**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 \*  
**HUTTON JEFFREY W**

(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 President, Marketing

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) | (A) or (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount     | Price   |  |  |
| Common Stock                    | 07/26/2013                           |  | M                              |   | 13,200     | \$ 17.61  | D  |  |
| Common Stock                    | 07/26/2013                           |  | D                              |   | 3,007      | \$ 77.32  | D  |  |
| Common Stock                    | 07/26/2013                           |  | F                              |   | 3,463      | \$ 77.32  | D  |  |
| Common Stock                    | 07/26/2013                           |  | M                              |   | 12,900     | \$ 24.24  | D  |  |
| Common Stock                    | 07/26/2013                           |  | D                              |   | 4,051      | \$ 77.2   | D  |  |

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|              |            |   |        |   |          |                      |   |                     |
|--------------|------------|---|--------|---|----------|----------------------|---|---------------------|
| Common Stock | 07/26/2013 | F | 3,712  | D | \$ 77.2  | 253,455              | D |                     |
| Common Stock | 07/26/2013 | M | 23,320 | A | \$ 11.31 | 276,775              | D |                     |
| Common Stock | 07/26/2013 | D | 3,420  | D | \$ 77.12 | 273,355              | D |                     |
| Common Stock | 07/26/2013 | F | 8,349  | D | \$ 77.12 | 265,006              | D |                     |
| Common Stock | 07/26/2013 | M | 11,540 | A | \$ 20.27 | 276,546              | D |                     |
| Common Stock | 07/26/2013 | D | 3,032  | D | \$ 77.16 | 273,514              | D |                     |
| Common Stock | 07/26/2013 | F | 3,569  | D | \$ 77.16 | 269,945              | D |                     |
| Common Stock |            |   |        |   |          | 3,358 <sup>(1)</sup> | I | Held in 401(k) Plan |

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

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(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                              | 13,200  | <u>(2)</u> 02/22/2014                                    | Common Stock  | 13,200                     |
| Stock Appreciation Rights                  | \$ 24.24   | 07/26/2013                           |  | M                              | 12,900  | <u>(2)</u> 02/20/2015                                    | Common Stock  | 12,900                     |
| Stock Appreciation                         | \$ 11.31   | 07/26/2013                           |  | M                              | 23,320  | <u>(2)</u> 02/19/2016                                    | Common Stock  | 23,320                     |

Rights

Stock

|              |          |            |   |        |            |            |              |        |
|--------------|----------|------------|---|--------|------------|------------|--------------|--------|
| Appreciation | \$ 20.27 | 07/26/2013 | M | 11,540 | <u>(2)</u> | 02/18/2017 | Common Stock | 11,540 |
|--------------|----------|------------|---|--------|------------|------------|--------------|--------|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| HUTTON JEFFREY W<br>840 GESSNER ROAD, SUITE 1400<br>HOUSTON, TX 77024 |               |           | Vice President, Marketing |       |

## Signatures

|   |            |
|---|------------|
| Deidre L. Shearer, Attorney-in-Fact for Jeffrey W. Hutton | 07/30/2013 |
|---|------------|

    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) Based on a statement dated June 30, 2013 for shares held by the reporting person under the Cabot Oil & Gas Savings Investment Plan.
- (2) 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.