### CABOT OIL & GAS CORP

Form 4

February 21, 2012

## 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

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

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

See Instruction

Check this box

if no longer

subject to

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).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Reid James M			2. Issuer Name and Ticker or Trading Symbol CABOT OIL & GAS CORP [COG]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	st) (First) (Middle)		3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	Director 10% Owner		
840 GESSNER	ROAD,	SUITE 1400	02/16/2012	_X_ Officer (give title Other (specify below) Vice President & Regional Mgr.		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
HOUSTON, TX	X 77024		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	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. Transactic Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Common Stock	02/17/2012		A(1)	2,618	A	\$ 0	38,922 (2)	D			
Common Stock	02/17/2012		F(3)	693	D	\$ 35.18	38,229	D			
Common Stock	02/18/2012		A(4)	2,584	A	\$ 0	40,813	D			
Common Stock	02/18/2012		F(3)	684	D	\$ 35.18	40,129	D			
Common Stock	02/19/2012		A(5)	15,000	A	\$0	55,129	D			

### Edgar Filing: CABOT OIL & GAS CORP - Form 4

Common Stock	02/19/2012	F(3)	4,061	D	\$ 35.18	51,068	D	
Common Stock						4,690 <u>(6)</u>	I	Held in 401(k) Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transacti Code (Instr. 8)	5. Number on 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 Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Share
Performance Shares	\$ 0 <u>(7)</u>	02/16/2012		A	5,117	<u>(7)</u>	12/31/2014(7)	Common	5,11
Stock Appreciation Right	\$ 35.18	02/16/2012		A	5,246	(8)	02/17/2019(8)	Common	5,24

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
<b></b>	Director	10% Owner	Officer	Other				
Reid James M 840 GESSNER ROAD, SUITE 1400 HOUSTON, TX 77024			Vice President & Regional Mgr.					
Signatures								

M. Reid

Deidre L. Shearer, Attorney-in-Fact for James

\*\*Signature of Reporting Person Date

Reporting Owners 2

02/21/2012

### Edgar Filing: CABOT OIL & GAS CORP - Form 4

## **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 a hybrid performance share award made on February 17, 2011.
- (2) The total beneficial ownership has been adjusted to reflect a two-for-one stock split, payable on January 25, 2012.
- (3) Disposition of shares to cover tax liability on the hybrid performance share vesting.
- (4) One-third vesting of hybrid performance share award made on February 18, 2010.
- (5) One-third vesting of hybrid performance share award made on February 19, 2009.
- (6) Based on a statement dated December 31, 2011 for shares held by the reporting person under the Cabot Oil & Gas Savings Investment Plan.
- The performance shares provide for payment in common stock and cash in an amount ranging from 0-200% of the performance shares
- (7) awarded, based upon certain performance criteria over a three year performance period, beginning January 1, 2012 and ending December 31, 2014.
- (8) SAR becomes exerciseable for common stock in increments of one-third on each of the first three anniversaries of the date of grant.

#### **Remarks:**

Exhibit List: Exhibit 24, Power of Attorney

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.