#### Edgar Filing: Stalnaker Phillip L - Form 4

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| Form 4   | •  |       |  |                             |             |  |  |   |                  |                            |  |
|--|--|-------|--|-----------------------------|-------------|--|--|---|------------------|----------------------------|--|
| if no long<br>subject to<br>Section 16<br>Form 4 or<br>Form 5<br>obligation<br>may conti | <ul> <li>Check this box<br/>f no longer<br/>ubject to<br/>section 16.<br/>form 4 or<br/>form 5<br/>biligations<br/>nay continue.<br/><i>ee</i> Instruction</li> <li>UNITED STATES SECURITIES AND EXCHANGE COMMISSION<br/>Washington, D.C. 20549</li> <li>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br/>SECURITIES</li> <li>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br/>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br/>30(h) of the Investment Company Act of 1940</li> </ul> |       |  |                             |             |  |  | Number:3235-028'Number:January 31Expires:2009Estimated averageburden hours perresponse0.9                     |                  |                            |  |
| (Print or Type R   | esponses)  |       |  |                             |             |  |  |   |                  |                            |  |
| Stalnaker Phillip L S  |  |       | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>CABOT OIL & GAS CORP [COG]  |                             |             |  |  | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)                                 |                  |                            |  |
| (1   |  |       | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>01/03/2018  |                             |             |  |  | Director 10% Owner<br>X Officer (give title Other (specify<br>below) below)<br>Senior Vice Pres, North Region |                  |                            |  |
|  | (Street)   |       |  | ndment, Dat<br>th/Day/Year) | -           |  |  | 6. Individual or Jo<br>Applicable Line)<br>_X_Form filed by 0   | One Reporting Pe | erson                      |  |
| HOUSTON,   | TX 77024   |       |  |                             |             |  |  | Form filed by M<br>Person   | Iore than One Re | eporting                   |  |
| (City)   | (State)  | (Zip) | Table  | e I - Non-Do                | erivative S | Securit  | ties Acq   | uired, Disposed of  | f, or Beneficial | ly Owned                   |  |
| 1.Title of<br>Security<br>(Instr. 3)   | ty (Month/Day/Year) Execution Date, if   |       | 3. 4. Securities Acquired<br>Transaction(A) or Disposed of (D)<br>Code (Instr. 3, 4 and 5)<br>(Instr. 8)<br>(A)<br>or<br>Code V Amount (D) Price |                             |             | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership 7. Nature of<br>Form: Direct Indirect<br>(D) or Beneficial<br>Indirect (I) Ownership<br>(Instr. 4) (Instr. 4) |   |                  |                            |  |
| Common<br>Stock  | 01/03/2018   |       |  | M                           | 16,240      | A A  | <u>(1)</u>   | 239,008   | D                |                            |  |
| Common<br>Stock  | 01/03/2018   |       |  | F                           | 7,300       | D  | \$<br>28.6   | 231,708   | D                |                            |  |
| Common<br>Stock  |  |       |  |                             |             |  |  | 16,610 <u>(2)</u>   | Ι                | Held in<br>401(k)<br>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 (9-02)

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of<br>orDerivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                 |
|---|---|---|---|--|--|--|--------------------|---|---------------------------------|
|   |   |   |   | Code V                                 | (A) (D)  | Date<br>Exercisable  | Expiration<br>Date | Title   | Amoun<br>or<br>Numbe<br>of Shar |
| Performance<br>Shares                               | <u>(1)</u>  | 01/03/2018                              |   | М                                      | 16,240   | <u>(1)</u>   | 01/03/2018         | Common  | 16,24                           |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                                     |       |  |  |  |
|--|---------------|-----------|-------------------------------------|-------|--|--|--|
|  | Director      | 10% Owner | Officer                             | Other |  |  |  |
| Stalnaker Phillip L<br>840 GESSNER ROAD, SUITE 1400<br>HOUSTON, TX 77024 |               |           | Senior Vic<br>Pres, North<br>Region |       |  |  |  |
| Signatures   |               |           |                                     |       |  |  |  |
| Deidre L. Shearer, Attorney-in-Fact for Ph<br>Stalnaker                  | illip L.      | 01/04/2   | 018                                 |       |  |  |  |

\*\*Signature of Reporting Person

## **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 12/31/2017. The Compensation Committee of the Board of Directors certified the results on 01/03/2018, which resulted in 100% of the stock being paid out.

Date

(2) Based on a statement dated December 31, 2017 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.