

Cunningham George Kevin  
 Form 4  
 February 21, 2019

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 Cunningham George Kevin

2. Issuer Name and Ticker or Trading Symbol  
 CABOT OIL & GAS CORP [COG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

CABOT OIL & GAS CORPORATION, 840 GESSNER ROAD, SUITE 1400

3. Date of Earliest Transaction (Month/Day/Year)  
 02/19/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Vice Pres. & General Counsel

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

HOUSTON, TX 77024

(City) (State) (Zip)

**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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	02/19/2019		A <sup>(1)</sup>	6,247	A	\$ 0	87,726	D
Common Stock	02/19/2019		F	2,459	D	\$ 25.18	85,267	D
Common Stock	02/19/2019		A <sup>(2)</sup>	2,920	A	\$ 0	88,187	D
Common Stock	02/19/2019		F	1,150	D	\$ 25.18	87,037	D
Common Stock	02/19/2019		A <sup>(3)</sup>	3,225	A	\$ 0	90,262	D

Edgar Filing: Cunningham George Kevin - Form 4

Common Stock	02/19/2019	F	1,270	D	\$ 25.18	88,992	D	
Common Stock						27,855 <sup>(4)</sup>	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. 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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Performance Shares	\$ 0	02/19/2019		A	19,238	<sup>(5)</sup> 12/31/2021	Common	19,238

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cunningham George Kevin CABOT OIL & GAS CORPORATION 840 GESSNER ROAD, SUITE 1400 HOUSTON, TX 77024			Vice Pres. & General Counsel	

## Signatures

Deidre L. Shearer, Attorney-in-Fact for George Kevin Cunningham  
 \*\*Signature of Reporting Person  
 02/21/2019  
 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) Vesting of hybrid performance shares granted on February 17, 2016.

## Edgar Filing: Cunningham George Kevin - Form 4

- (2) Vesting of hybrid performance shares granted on February 22, 2017.
- (3) Vesting of hybrid performance shares granted on February 21, 2018.
- (4) Based on a statement dated January 31, 2019 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
- (5) awarded, based upon certain performance criteria over a three year performance period, beginning January 1, 2019 and ending December 31, 2021.

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.