

CABOT OIL & GAS CORP

Form 4

April 07, 2008

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLEY ROBERT

(Last) (First) (Middle)

1200 ENCLAVE PARKWAY

(Street)

HOUSTON, TX 77077-1607

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CABOT OIL & GAS CORP [COG]

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

04/03/2008

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)

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 Beneficial Ownership (Instr. 4)
Common Stock	04/03/2008		M	30,000 A	\$ 8.25 99,602	D	
Common Stock	04/03/2008		S	100 D	\$ 53.55 99,502	D	
Common Stock	04/03/2008		S	100 D	\$ 53.715 99,402	D	
Common Stock	04/03/2008		S	100 D	\$ 53.72 99,302	D	
Common Stock	04/03/2008		S	2,387 D	\$ 53.73 96,915	D	
	04/03/2008		S	200 D	96,715	D	

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Common Stock					\$ 53.735		
Common Stock	04/02/2008	S	100	D	\$ 53.74	96,615	D
Common Stock	04/03/2008	S	500	D	\$ 53.75	96,115	D
Common Stock	04/03/2008	S	200	D	\$ 53.765	95,915	D
Common Stock	04/03/2008	S	200	D	\$ 53.77	95,715	D
Common Stock	04/03/2008	S	300	D	\$ 53.78	95,415	D
Common Stock	04/03/2008	S	300	D	\$ 53.782	95,115	D
Common Stock	04/03/2008	S	200	D	\$ 53.785	94,915	D
Common Stock	04/03/2008	S	400	D	\$ 53.79	94,515	D
Common Stock	04/03/2008	S	1,300	D	\$ 53.8	93,215	D
Common Stock	04/03/2008	S	1,100	D	\$ 53.81	92,115	D
Common Stock	04/03/2008	S	300	D	\$ 53.82	91,815	D
Common Stock	04/03/2008	S	800	D	\$ 53.83	91,015	D
Common Stock	04/03/2008	S	200	D	\$ 53.84	90,815	D
Common Stock	04/03/2008	S	1,000	D	\$ 53.85	89,815	D
Common Stock	04/03/2008	S	500	D	\$ 53.86	89,315	D
Common Stock	04/03/2008	S	100	D	\$ 53.87	89,215	D
Common Stock	04/03/2008	S	100	D	\$ 53.88	89,115	D
Common Stock	04/03/2008	S	200	D	\$ 53.89	88,915	D
Common Stock	04/03/2008	S	800	D	\$ 53.9	88,115	D
	04/03/2008	S	300	D	\$ 53.93	87,815	D

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Common
Stock

Common Stock	04/03/2008	S	500	D	\$ 53.94	87,315	D
Common Stock	04/03/2008	S	400	D	\$ 53.95	86,915	D
Common Stock	04/03/2008	S	100	D	\$ 53.97	86,815	D
Common Stock	04/03/2008	S	700	D	\$ 54	86,115	D

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common Stock (right to buy)	\$ 8.25	04/03/2008		M	30,000	04/29/2004 ⁽¹⁾ 04/29/2008	Common 30,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KELLEY ROBERT 1200 ENCLAVE PARKWAY HOUSTON, TX 77077-1607	X

Signatures

Lisa A. Machesney, Attorney-in-Fact for Robert
Kelley.

04/07/2008

__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) 33 1/3% of option became exercisable on April 29, 2004 and an additional 33 1/3% became exercisable on each of the next two one-year anniversaries of such date.
 - (2) On March 31, 2005, the common stock for Cabot Oil & Gas Corporation split 3-for-2, resulting in the reporting person's acquisition of 6,750 additional shares of common stock.
 - (3) On March 30, 2007, the common stock for Cabot Oil & Gas Corporation split 2 for 1, resulting in the reporting person's acquisition of 20,250 additional shares of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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