

CABOT OIL & GAS CORP  
Form 4  
February 23, 2009

**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

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**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 \*  
**LIBERATORE THOMAS S**

(Last) (First) (Middle)

900 LEE STREET EAST, SUITE  
1500, HUNTINGTON SQUARE

(Street)

CHARLESTON, WV 25301

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/19/2009

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 & Regional Mgr.

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/20/2009		A <sup>(1)</sup>	1,616 A \$ 21.46	62,652	D	
Common Stock	02/20/2009		F <sup>(2)</sup>	533 D \$ 21.46	62,119	D	
Common Stock	02/22/2009		A <sup>(3)</sup>	1,866 A \$ 21.46	63,985	D	
Common Stock	02/22/2009		F <sup>(2)</sup>	615 D \$ 21.46	63,370	D	
Common Stock					973	I	Held in 401(k) Plan



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- One-third vesting of a hybrid performance share award made on February 22, 2007. Total award of 5,600 shares vests one-third on each
- (3) of the three one year anniversary dates following February 22, 2007, provided the Company has positive operating income in the year prior to the vesting.
  - (4) The performance shares provide for payment in common stock and cash in an amount ranging from 0-200% of the performance shares awarded based upon certain performance criteria over a three year performance period.
  - (5) Grant to Reporting Person under 2004 Incentive Plan. SAR becomes exercisable in increments of one-third, (i.e. 3887, 3887 and 3886) on February 19, 2009, February 19, 2010 and February 19, 2011, respectively.

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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