RALLS W MATT Form 4 July 18, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number: Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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)

See Instruction

1. Name and Address of Reporting Person <u>*</u> RALLS W MATT			2. Issuer Name and Ticker or Trading Symbol CABOT OIL & GAS CORP [COG]					5. Relationship of Reporting Person(s) to Issuer (Chaele all applicable)			
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction					(Check all applicable)			
			(Month/D	ay/Year)				_X_ Director		Owner	
840 GESSNER ROAD, STE. 1400			07/14/2017					Officer (give below)	er (specify		
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
HOUSTON, TX 77024											
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficiall	ly Owned	
1.Title of	2. Transaction Da			3.	4. Securi		-	5. Amount of	6. Ownership		
Security	(Month/Day/Year	•	Execution Date, if		` / /			Securities Form: Direct Indirect Beneficially (D) or Benef			
(Instr. 3) any (Month/I		Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)			3)	Beneficially (D) or Beneficially Owned Indirect (I) Owner					
		(111011111)2	- uj, 1 cui)	(1115111 0)				Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported			
						or		Transaction(s) (Instr. 3 and 4)			
~				Code V	Amount	(D)	Price	(mstr. 5 tild 1)			
Common Stock	07/14/2017			A	937	A	\$ 25.35	68,302	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form 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)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transact	5. orNumber	6. Date Exerc Expiration D		7. Titl Amou		8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	/e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securitie	S		(Instr.	3 and 4)		Owne
	Security				Acquired	l					Follo
	•				(A) or						Repo
					Disposed	l					Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
				C- 1- V	(A) (D)	Data	F:	T:41-	A		
				Code V	(A) (D)		Expiration	Title			
						Exercisable	Date		or		
									Number		
									of		
									Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
F-	Director	10% Owner	Officer	Other			
RALLS W MATT 840 GESSNER ROAD, STE. 1400 HOUSTON, TX 77024	X						

Signatures

Deidre L. Shearer, Attorney-in-Fact for Matt W. Ralls 07/18/2017

**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).

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.

Date

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