

SOUTHWESTERN ENERGY CO

Form 4

December 08, 2014

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

OMB APPROVAL

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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 \*  
Sherrick Jeffrey B2. Issuer Name and Ticker or Trading Symbol  
SOUTHWESTERN ENERGY CO  
[SWN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

2350 N. SAM HOUSTON  
PARKWAY EAST, SUITE 125

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/04/2014\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Executive Vice President

HOUSTON, TX 77032

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

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

(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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/04/2014 <sup>(1)</sup>		A		16,300	A	\$ 0
Common Stock	12/05/2014		F		948	D	\$ 30.15
Common Stock	12/06/2014		F		741	D	\$ 30.15
					58,239	D	
					57,291	D	
					56,550	D	

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

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(9-02)

**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 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 30.59	12/04/2014 <sup>(1)</sup>		A		51,300		12/04/2015 <sup>(2)</sup>	12/04/2021	Common Stock	51,300
Stock Options (Right to Buy)	\$ 46.55							05/06/2015	05/06/2021	Common Stock	33,069
Stock Options (Right to Buy)	\$ 38.97							12/05/2014	12/05/2020	Common Stock	29,270
Stock Options (Right to Buy)	\$ 34.5							12/06/2013	12/06/2019	Common Stock	21,950
Stock Options (Right to Buy)	\$ 36.87							12/08/2012	12/08/2018	Common Stock	9,140
Stock Options (Right to Buy)	\$ 36.22							12/09/2011	12/09/2017	Common Stock	10,060
Stock Options (Right to Buy)	\$ 40.73							12/10/2010	12/10/2016	Common Stock	9,050
Stock Options (Right to	\$ 30.68							12/11/2009	12/11/2015	Common Stock	4,684

Buy)

Stock

Options  
(Right to Buy) \$ 30.92

10/15/2009

10/15/2015

Common  
Stock

15,802

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sherrick Jeffrey B 2350 N. SAM HOUSTON PARKWAY EAST SUITE 125 HOUSTON, TX 77032			Executive Vice President	

## Signatures

Melissa D. McCarty, Attorney-in-Fact for Mr.  
Sherrick

12/08/2014

\*\*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) Restricted stock and options granted in consideration of services as an officer.

(2) Options become exercisable in three equal installments beginning on the first anniversary of the grant date specified in Column 3 or immediately upon death, disability, retirement at age 65 with required years of service, or a change in control.

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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