

SOUTHWESTERN ENERGY CO
 Form 4
 December 09, 2013

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 *
 BOLING MARK K

2. 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)
 SUITE 125, 2350 N. SAM
 HOUSTON PARKWAY EAST
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/05/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 President V+ Development

HOUSTON, TX 77032

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

(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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	12/05/2013 ⁽¹⁾		A	14,100	A \$ 0	436,110	D
Common Stock	12/06/2013		F	1,827	D \$ 38.97	434,283	D
Common Stock	12/08/2013		F	1,036	D \$ 38.68	433,247	D
Common Stock	12/09/2013		F	1,035	D \$ 38.68	432,212	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 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)	\$ 38.97	12/05/2013 ⁽¹⁾		A	38,410	12/05/2014 ⁽²⁾ 12/05/2020	Common Stock 38,410
Stock Options (Right to Buy)	\$ 34.5					12/06/2013 12/06/2019	Common Stock 35,320
Stock Options (Right to Buy)	\$ 36.87					12/08/2012 12/08/2018	Common Stock 19,880
Stock Options (Right to Buy)	\$ 36.22					12/09/2011 12/09/2017	Common Stock 19,080
Stock Options (Right to Buy)	\$ 40.73					12/10/2010 12/10/2016	Common Stock 15,080
Stock Options (Right to Buy)	\$ 30.68					12/11/2009 12/11/2015	Common Stock 23,410
Stock Options (Right to Buy)	\$ 27.18					12/13/2008 12/13/2014	Common Stock 24,860

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOLING MARK K SUITE 125 2350 N. SAM HOUSTON PARKWAY EAST HOUSTON, TX 77032			President V+ Development	

Signatures

/s/ Melissa D. McCarty, Attorney-in-fact for Mr.

Boling

12/09/2013

__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. 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.