

SOUTHWESTERN ENERGY CO
 Form 4
 January 06, 2005

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 *
KERLEY GREGORY D

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)
 2350 N. SAM HOUSTON
 PARKWAY EAST, SUITE 300

3. Date of Earliest Transaction (Month/Day/Year)
 01/06/2005

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Exec. VP & CFO

(Street)
 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		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	01/06/2005		M		1	A	\$ 6	156,172	D	Beneficial Ownership (Instr. 4)
Common Stock	01/06/2005		M		1	A	\$ 7.4375	156,173	D	Beneficial Ownership (Instr. 4)
Common Stock	01/06/2005		M		6,250	A	\$ 9.64	162,423	D	Beneficial Ownership (Instr. 4)
Common Stock	01/06/2005		M		3,468	A	\$ 11.46	165,891	D	Beneficial Ownership (Instr. 4)
Common Stock	01/06/2005		M		7,400	A	\$ 12.5	173,291	D	Beneficial Ownership (Instr. 4)

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Common Stock	01/06/2005		M	3,750	A	\$ 13.375	177,041	D	
Common Stock	01/06/2005		M	200	A	\$ 14.125	177,241	D	
Common Stock	01/06/2005		M	4,500	A	\$ 14.75	181,741	D	
Common Stock	01/06/2005		<u>J(1)</u>	2.9523	A	\$ 51.16	2,790.7393	I	By 401(k) plan
Common Stock	01/06/2005		<u>J(2)</u>	41.3488	A	\$ 51.14	6,396.0093	I	By Nonqualified Retirement Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	8. Amount or Number of Shares
Stock Options (Right to buy)	\$ 6	01/06/2005		M	1	12/16/2000 12/16/2009	Common Stock	1
Stock Options (Right to buy)	\$ 7.4375	01/06/2005		M	1	12/14/2001 12/14/2010	Common Stock	1
Stock Options (Right to buy)	\$ 9.64	01/06/2005		M	6,250	12/20/2002 12/20/2011	Common Stock	6,250

Stock Options (Right to buy)	\$ 11.46	01/06/2005	M	3,468	12/11/2003	12/11/2012	Common Stock	3,468
Stock Options (Right to buy)	\$ 12.5	01/06/2005	M	7,400	12/17/1998	12/17/2007	Common Stock	7,400
Stock Options (Right to buy)	\$ 13.375	01/06/2005	M	3,750	12/08/1996	12/08/2005	Common Stock	3,750
Stock Options (Right to buy)	\$ 14.125	01/06/2005	M	200	02/27/1997	02/27/2007	Common Stock	200
Stock Options (Right to buy)	\$ 14.75	01/06/2005	M	4,500	12/11/1997	12/11/2006	Common Stock	4,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KERLEY GREGORY D 2350 N. SAM HOUSTON PARKWAY EAST SUITE 300 HOUSTON, TX 77032			Exec. VP & CFO	

Signatures

Melissa D. McCarty,
Attorney-in-Fact

01/06/2005

**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) Purchased through the Company's 401(k) plan on 12/29/2004.
- (2) Purchased through the Company's Nonqualified Retirement Plan on 12/29/2004.

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.