

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 \*  
**KORELL HAROLD M**

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)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 11/21/2013                           |  | G                              | V 3,791 D \$ 0  | 765,037   | I  | by 2011 Family Limited Partnership (Peacetime)        |
| Common Stock                    | 11/27/2013                           |  | G                              | V 161,274 D \$ 0  | 603,763   | I  | by 2011 Family Limited Partnership (Peacetime)        |
|                                 | 12/05/2013 <sup>(1)</sup>            |  | A                              | 3,437 A \$ 0  | 149,605   | D  |   |

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|              |  |  |  |  |         |   |  |  |   |
|--------------|--|--|--|--|---------|---|--|--|---|
| Common Stock |  |  |  |  |         |   |  |  |   |
| Common Stock |  |  |  |  | 60,753  | I |  |  | by AM Irrevocable Trust; Harold Korell, Trustee |
| Common Stock |  |  |  |  | 819,704 | I |  |  | By Family Limited Partnership                   |
| Common Stock |  |  |  |  | 616,270 | I |  |  | by 2011 Family Limited Partnership (Keepsake)   |

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

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SEC 1474 (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 (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) | Amount or Number of Shares |       |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|-------|
|  |  |                                      |  | Code                           | V (A) (D)  | Date Exercisable   | Expiration Date   | Title                      |       |
| Stock Options (Right to Buy)               | \$ 38.97   | 12/05/2013 <sup>(1)</sup>            |  | A                              | 4,682  | 12/05/2014 <sup>(2)</sup>                                | 12/05/2020  | Common Stock               | 4,682 |
| Stock Options (Right to Buy)               | \$ 34.5  |                                      |  |                                |  | 12/06/2013   | 12/06/2019  | Common Stock               | 4,870 |
| Stock Options (Right to Buy)               | \$ 36.87   |                                      |  |                                |  | 12/08/2012   | 12/08/2018  | Common Stock               | 4,450 |

|                              |          |            |            |              |        |  |
|------------------------------|----------|------------|------------|--------------|--------|--|
| Buy)                         |          |            |            |              |        |  |
| Stock Options (Right to Buy) | \$ 36.22 | 12/09/2011 | 12/09/2017 | Common Stock | 4,550  |  |
| Stock Options (Right to Buy) | \$ 40.73 | 12/10/2010 | 12/10/2016 | Common Stock | 3,960  |  |
| Stock Options (Right to Buy) | \$ 30.68 | 12/11/2009 | 12/11/2015 | Common Stock | 93,790 |  |
| Stock Options (Right to Buy) | \$ 27.18 | 12/13/2008 | 12/13/2014 | Common Stock | 75,301 |  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| KORELL HAROLD M<br>SUITE 125<br>2350 N. SAM HOUSTON PARKWAY EAST<br>HOUSTON, TX 77032 | X             |           |         |       |

## Signatures

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

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 nonqualified stock options granted in consideration of services as a director.

(2) Nonqualified stock 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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