

KERLEY GREGORY D  
Form 4  
December 14, 2009

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

OMB APPROVAL

OMB Number: 3235-0287  
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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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/10/2009

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Executive Vice President & CFO

SUITE 125, 2350 N. SAM  
HOUSTON PARKWAY EAST

(Street)

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

HOUSTON, TX 77032

(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)
				Code V Amount or (D) Price			
Common Stock	12/10/2009		M	5,635 A \$ 17.745	1,130,071	D	
Common Stock	12/10/2009 <sup>(1)</sup>		A	11,110 A \$ 0	1,141,181	D	
Common Stock	12/14/2009		J <sup>(2)</sup>	188.9834 A \$ 34.4719	25,183.2622	I	By 401(k) 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

SEC 1474 (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)

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 Underlying Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	
Stock Options (Right to Buy)	\$ 17.745	12/10/2009		M		5,635	12/08/2006	12/08/2012	Common Stock
Stock Options (Right to Buy)	\$ 40.73	12/10/2009 <sup>(1)</sup>		A		21,870	12/10/2010 <sup>(3)</sup>	12/10/2016	Common Stock
Stock Options (Right to Buy)	\$ 0.93						12/14/2001	12/14/2010	Common Stock
Stock Options (Right to Buy)	\$ 1.435						12/11/2003	12/11/2012	Common Stock
Stock Options (Right to Buy)	\$ 2.645						12/10/2004	12/10/2013	Common Stock
Stock Options (Right to Buy)	\$ 6.225						12/09/2005	12/09/2011	Common Stock
Stock Options (Right to Buy)	\$ 20.335						12/11/2007	12/11/2013	Common Stock
Stock Options (Right to Buy)	\$ 27.18						12/13/2008	12/13/2014	Common Stock

