

SOUTHWEST AIRLINES CO

Form 4

November 05, 2013

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Van de Ven Michael G

(Last) (First) (Middle)

SOUTHWEST AIRLINES
CO., 2702 LOVE FIELD DRIVE

(Street)

DALLAS, TX 75235-1908

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SOUTHWEST AIRLINES CO
[LUV]

3. Date of Earliest Transaction
(Month/Day/Year)
11/01/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
EVP & Chief Operating Officer

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

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	(A) or (D)	Price		
Common Stock	11/01/2013		M		90,000	A	\$ 6.75	389,527	D
Common Stock	11/01/2013		M		75,000	A	\$ 12.18	464,527	D
Common Stock	11/01/2013		M		8,340	A	\$ 14.25	472,867	D
Common Stock	11/01/2013		M		3,040	A	\$ 14.75	475,907	D
Common Stock	11/01/2013		M		6,600	A	\$ 15.51	482,507	D

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Common Stock	11/01/2013	M	750	A	\$ 15.91	483,257	D
Common Stock	11/01/2013	F	23,198	D	\$ 17.345	460,059	D
Common Stock	11/01/2013	S	2,000	D	\$ 17.3	458,059	D
Common Stock	11/01/2013	S	100	D	\$ 17.301	457,959	D
Common Stock	11/01/2013	S	1,000	D	\$ 17.302	456,959	D
Common Stock	11/01/2013	S	900	D	\$ 17.305	456,059	D
Common Stock	11/01/2013	S	3,736	D	\$ 17.31	452,323	D
Common Stock	11/01/2013	S	400	D	\$ 17.311	451,923	D
Common Stock	11/01/2013	S	1,600	D	\$ 17.312	450,323	D
Common Stock	11/01/2013	S	500	D	\$ 17.315	449,823	D
Common Stock	11/01/2013	S	4,800	D	\$ 17.32	445,023	D
Common Stock	11/01/2013	S	1,200	D	\$ 17.321	443,823	D
Common Stock	11/01/2013	S	1,500	D	\$ 17.322	442,323	D
Common Stock	11/01/2013	S	7,100	D	\$ 17.33	435,223	D
Common Stock	11/01/2013	S	4,800	D	\$ 17.331	430,423	D
Common Stock	11/01/2013	S	2,900	D	\$ 17.332	427,523	D
Common Stock	11/01/2013	S	1,200	D	\$ 17.335	426,323	D
Common Stock	11/01/2013	S	12,500	D	\$ 17.34	413,823	D
Common Stock	11/01/2013	S	2,300	D	\$ 17.341	411,523	D
Common Stock	11/01/2013	S	5,400	D	\$ 17.342	406,123	D
	11/01/2013	S	400	D		405,723	D

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Common Stock					\$ 17.345		
Common Stock	11/01/2013	S	12,700	D	\$ 17.35	393,023	D
Common Stock	11/01/2013	S	1,700	D	\$ 17.351	391,323	D
Common Stock	11/01/2013	S	3,900	D	\$ 17.352	387,423	D
Common Stock	11/01/2013	S	14,300	D	\$ 17.355	373,123	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
Employee Stock Option (right to buy)	\$ 6.75	11/01/2013		M	90,000	<u>(1)</u> 02/01/2019	Common Stock 90,000
Employee Stock Option (right to buy)	\$ 12.18	11/01/2013		M	75,000	<u>(1)</u> 01/31/2018	Common Stock 75,000
Employee Stock Option (right to buy)	\$ 14.25	11/01/2013		M	8,340	<u>(1)</u> 01/20/2015	Common Stock 8,340
	\$ 14.75	11/01/2013		M	3,040	<u>(1)</u> 09/01/2014	3,040

Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	\$ 15.51	11/01/2013	M	6,600	<u>(1)</u>	01/23/2014	Common Stock	6,600	
Employee Stock Option (right to buy)	\$ 15.91	11/01/2013	M	750	<u>(1)</u>	01/05/2014	Common Stock	750	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Van de Ven Michael G SOUTHWEST AIRLINES CO. 2702 LOVE FIELD DRIVE DALLAS, TX 75235-1908			EVP & Chief Operating Officer	

Signatures

/s/ Marilyn R. Post, on behalf of and as attorney-in-fact for Michael G. Van De Ven

11/05/2013

__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) The option was 100% vested at the time of exercise.

Remarks:

Remarks: Form One of Three

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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