HOWARD ROBERT L

Form 4

December 14, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

SOUTHWESTERN ENERGY CO

OMB

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

0.5

Estimated average burden hours per

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

Symbol

[SWN]

1(b).

(Print or Type Responses)

HOWARD ROBERT L

1. Name and Address of Reporting Person *

			[5 ,, 1,									
(Last) (First) (Middle) 3. Date of (Month/Date SUITE 125, 2350 N. SAM 12/10/20 HOUSTON PARKWAY EAST					•				X Director 10% Owner Officer (give title Other (specify below)			
(Street) 4. If Amendm Filed(Month/D HOUSTON, TX 77032 (City) (State) (Zip) Table I					(ear)		ecurit	ies Aco	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person quired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Execution		3.	8)	4. Securit n(A) or Dis (D) (Instr. 3, 4)	ies Ac sposed	quired of	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	11/19/2009			<u>J(1)</u>	V	12,500	D	\$ 0	22,500	I	by Helen C. Howard GRAT; Helen C. Howard, Trustee	
Common Stock	11/19/2009			J <u>(1)</u>	V	12,500	A	\$0	92,000	D		
Common Stock	11/19/2009			J(2)	V	12,500	D	\$0	22,500	I	by Robert L. Howard GRAT;	

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									Howard Trustee
Common Stock	11/19/2009	J(2)	V	12,500	A	\$0	104,500	D	
Common Stock	12/10/2009(3)	A		2,010	A	\$ 0	106,510	D	

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.

SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Number conf 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)	\$ 40.73	12/10/2009(3)		A	3,960	12/10/2010(4)	12/10/2016	Common Stock	3,960
Stock Options (Right to Buy)	\$ 3.1					12/31/2004	12/31/2013	Common Stock	64,000
Stock Options (Right to Buy)	\$ 6.225					12/09/2005	12/09/2011	Common Stock	13,760
Stock Options (Right to Buy)	\$ 17.97					12/13/2006	12/13/2012	Common Stock	5,500
Stock Options	\$ 20.335					12/11/2007	12/11/2013	Common Stock	6,000

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(Right to Buy)					
Stock Options (Right to Buy)	\$ 27.18	12/13/2008	12/13/2014	Common Stock	6,000
Stock Options (Right to	\$ 30.68	12/11/2009	12/11/2015	Common Stock	5,270

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HOWARD ROBERT L
SUITE 125
2350 N. SAM HOUSTON PARKWAY EAST
HOUSTON, TX 77032

Signatures

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

**Signature of Reporting Person

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).
- On November 19, 2009, 12,500 shares of stock held in the Helen C. Howard GRAT (the "HCH GRAT") were transferred out of the HCH (1) GRAT and registered in the name of the reporting person and his spouse. Therefore, the reporting person now has direct beneficial ownership of the stock.

Date

- On November 19, 2009, 12,500 shares of stock held in the Robert L. Howard GRAT (the "RLH GRAT") were transferred out of the RLH (2) GRAT and registered in the name of the reporting person and his spouse. Therefore, the reporting person now has direct beneficial ownership of the stock.
- (3) Restricted stock and nonqualified stock options granted in consideration of services as a director.
- (4) 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, 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.

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