SCHARLAU CHARLES E

Form 4

December 14, 2009

FORM 4	FORM 4							OMB APPROVAL			
_	UNITEDS	STATES S			ND EXCHANGE (D.C. 20549	COMMISSION	OMB Number:	3235-0287			
Check this box if no longer		Expires:	January 31, 2005								
subject to Section 16. Form 4 or	VNERSHIP OF Estimated average burden hours per response										
Form 5 obligations may continue. See Instruction 1(b). 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 Respon	nses)										
1. Name and Address of Reporting Person * SCHARLAU CHARLES E 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Issuer						f Reporting Person(s) to					
		SOUTH [SWN]	WESTE	RN ENERGY CO	(Check all applicable)						
(Last) (SUITE 125, 235) HOUSTON PAR	(3. Date of (Month/D) 12/10/20	•	ansaction	X Director Officer (give below)		Owner er (specify				
(Street)	2	4. If Ame	ndment, Da	te Original	6. Individual or Jo	int/Group Filir	ng(Check			
HOUSTON, TX	77032	1	Filed(Mon	th/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State) ((Zip)	Table	e I - Non-D	Perivative Securities Ac	quired, Disposed of	, or Beneficial	ly Owned			
	ransaction Date nth/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securities n(A) or Disp (Instr. 3, 4	osed c	of (D)	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	08/31/2009		J <u>(1)</u>	V	167,614	D	\$0	883,958	D	
Common Stock	08/31/2009		J <u>(1)</u>	V	167,614	A	\$ 0	167,614	I	by Charles Scharlau GRAT; Charles Scharlau, Trustee
Common Stock	08/31/2009		J(2)	V	523,794	D	\$0	360,164	D	

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Common Stock	08/31/2009	J(2)	V	523,794	A	\$0	523,794	I	by Family LLC
Common Stock	12/10/2009(3)	A		2,010	A	\$0	362,174	D	
Common Stock							8,000	I	By Spouse

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	asaction of Derivative Expiration Date e Securities (Month/Day/Ye		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Securities 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)	\$ 1.22					12/31/2001	12/31/2010	Common Stock	64,000
Stock Options (Right to Buy)	\$ 1.365					12/31/2002	12/31/2011	Common Stock	64,000
Stock Options (Right to Buy)	\$ 1.47					12/31/2003	12/31/2012	Common Stock	64,000
Stock Options (Right to	\$ 3.1					12/31/2004	12/31/2013	Common Stock	64,000

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Buy))					
Stoc Opti (Rig Buy)	ons ht to	\$ 6.225	12/09/2005	12/09/2011	Common Stock	13,760
Stoc Opti (Rig Buy)	ons ht to	\$ 17.97	12/13/2006	12/13/2012	Common Stock	5,500
Stock Option (Rights Buy)	ons ht to	\$ 20.335	12/11/2007	12/11/2013	Common Stock	6,000
Stoc Opti (Rig Buy)	ons ht to	\$ 27.18	12/13/2008	12/13/2014	Common Stock	6,000
Stoc Opti (Rig Buy)	ons ht to	\$ 30.68	12/11/2009	12/11/2015	Common Stock	5,270

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
SCHARLAU CHARLES E SUITE 125 2350 N. SAM HOUSTON PARKWAY EAST HOUSTON, TX 77032	X						

Signatures

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

12/14/2009

**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).
- On August 31, 2009, 167,614 shares were transferred into the Charles Scharlau 2009 Retained Annuity Trust ("Charles Scharlau (1) GRAT"). The reporting person will remain the Trustee for the GRAT account, and will continue to have indirect beneficial ownership of
- On August 31, 2009, the reporting person transferred 523,794 shares of Southwestern Energy Company stock into a Family LLC. The reporting person controls the LLC and therefore, has indirect beneficial ownership of the transferred shares.
- (3) Restricted stock and nonqualified stock options granted in consideration of services as a director.

Reporting Owners 3

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(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.