

SOUTHWESTERN ENERGY CO

Form 4

December 08, 2015

**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 \*  
Sherrick Jeffrey B2. 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)

10000 ENERGY DRIVE

(Street)

SPRING, TX 77389

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/04/2015

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

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
☒ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| Common Stock                    | 12/04/2015 <sup>(1)</sup>            |                                                    | A                              | 51,120                                                            | A \$ 0                                                                                        | 125,079                                                  | D                                 |
| Common Stock                    | 12/04/2015                           |                                                    | F                              | 1,710                                                             | D \$ 7.74                                                                                     | 123,369                                                  | D                                 |
| Common Stock                    | 12/05/2015                           |                                                    | F                              | 1,128                                                             | D \$ 7.74                                                                                     | 122,241                                                  | D                                 |
| Common Stock                    | 12/06/2015                           |                                                    | F                              | 1,136                                                             | D \$ 7.74                                                                                     | 121,105                                                  | D                                 |
| Common Stock                    | 12/08/2015                           |                                                    | F                              | 477                                                               | D \$ 7.12                                                                                     | 120,628                                                  | D                                 |

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 7.74                                                            | 12/04/2015 <sup>(1)</sup>               |                                                             | A                                    | 149,870                                                                                                   | 12/04/2016 <sup>(2)</sup> 12/04/2022                           | Common<br>Stock 149,870                                          |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships                                       |
|--------------------------------------------------------------|-----------------------------------------------------|
| Sherrick Jeffrey B<br>10000 ENERGY DRIVE<br>SPRING, TX 77389 | Director 10% Owner Officer Executive Vice President |

## Signatures

Melissa D. McCarty, Attorney-in-Fact for Mr. Sherrick 12/08/2015

\_\_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 options granted in consideration of services as an officer.

(2) 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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