Hammons Gene A Form 4 December 13, 2010

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

OMB Number:

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

obligations

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Hammons Gene A

2. Issuer Name and Ticker or Trading

Symbol

SOUTHWESTERN ENERGY CO

[SWN]

(Last) (First) (Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 12/09/2010

SUITE 125, 2350 N. SAM **HOUSTON PARKWAY EAST**

(Zip)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Director 10% Owner X_ Officer (give title Other (specify

President of Subsidiary

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

HOUSTON, TX 77032

(City)

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(State)

TransactionAcquired (A) or Code (Month/Day/Year) (Instr. 8)

3.

4. Securities Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

Transaction(s) (Instr. 3 and 4)

Code V Amount Price (D)

(A)

or

Common 12/09/2010(1) Stock

A 3.050 Α

\$0 40,962

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

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SEC 1474 (9-02)

number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab 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)	\$ 36.22	12/09/2010(1)		A	5,900	12/09/2011(2)	12/09/2017	Common Stock	5,900
Stock Options (Right to Buy)	\$ 20.335					12/11/2007	12/11/2013	Common Stock	19,003
Stock Options (Right to Buy)	\$ 27.18					12/13/2008	12/13/2014	Common Stock	17,560
Stock Options (Right to Buy)	\$ 30.68					12/11/2009	12/11/2015	Common Stock	21,070
Stock Options (Right to Buy)	\$ 40.73					12/10/2010	12/10/2016	Common Stock	14,330

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Funder Funder	Director	10% Owner	Officer	Other		
Hammons Gene A						
SUITE 125			President of Subsidiary			

2350 N. SAM HOUSTON PARKWAY EAST

HOUSTON, TX 77032

Signatures

/s/ Melissa D. McCarty, Attorney-in-Fact for Mr. 12/13/2010 Hammons

> **Signature of Reporting Person Date

Reporting Owners 2

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 incentive stock options granted in consideration of services as an officer.
- (2) Incentive 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.