

SOUTHWESTERN ENERGY CO
 Form 4
 December 12, 2005

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 *
 LANE RICHARD F

2. 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)
 2350 N. SAM HOUSTON
 PARKWAY EAST, SUITE 300
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/08/2005

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Executive Vice President

HOUSTON, TX 77032

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

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

(City) (State) (Zip)

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: Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	12/08/2005		A	A	6,670	\$ 0 (1)	D
Common Stock						11,827.6324 (3)	I By Nonqualified Retirement Plan

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

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number.

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 Number of Shares
Stock Options (Right to buy)	\$ 1.5					02/16/2000	02/16/2009	Common Stock	72,000
Stock Options (Right to buy)	\$ 1.8282					09/11/1999	09/11/2008	Common Stock	40,000
Stock Options (Right to buy)	\$ 1.8594					12/14/2001	12/14/2010	Common Stock	200,000
Stock Options (Right to buy)	\$ 2.41					12/20/2002	12/20/2011	Common Stock	75,000
Stock Options (Right to buy)	\$ 2.8125					02/09/1999	02/09/2008	Common Stock	43,800
Stock Options (Right to buy)	\$ 2.865					12/11/2003	12/11/2012	Common Stock	200,000
Stock Options (Right to buy)	\$ 5.285					12/10/2004	12/10/2013	Common Stock	127,200
Stock Options (Right to buy)	\$ 12.45					12/09/2005	12/09/2011	Common Stock	59,300

Stock									
Options	\$ 35.49	12/08/2005	A	23,710	12/08/2006 ⁽¹²⁾	12/08/2012	Common	23,7	
(Right to buy)							Stock		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANE RICHARD F 2350 N. SAM HOUSTON PARKWAY EAST SUITE 300 HOUSTON, TX 77032			Executive Vice President	

Signatures

Melissa D. McCarty,
Attorney-in-Fact

12/12/2005

__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).
- (9) This option was previously reported as covering 50,000 shares at an exercise price of \$11.46, and has been adjusted as a result of a 2-for-1 stock split on May 20, 2005, and a 2-for-1 stock split on November 3, 2005.
- (11) This option was previously reported as covering 14,840 shares at an exercise price of \$49.80, and has been adjusted as a result of a 2-for-1 stock split on May 20, 2005, and a 2-for-1 stock split on November 3, 2005.
- (10) This option was previously reported as covering 31,820 shares at an exercise price of \$21.14 per share, and has been adjusted as a result of a 2-for-1 stock split on May 20, 2005, and a 2-for-1 stock split on November 3, 2005.
- (6) This option was previously reported as covering 50,000 shares at an exercise price of \$7.4375 per share, and has been adjusted as a result of a 2-for-1 stock split on May 20, 2005, and a 2-for-1 stock split on November 3, 2005.
- (7) This option was previously reported as covering 18,750 shares at an exercise price of \$9.64 per share, and has been adjusted as a result of a 2-for-1 stock split on May 20, 2005, and a 2-for-1 stock split on November 3, 2005.
- (12) Option becomes exercisable in three equal annual installments beginning on the first anniversary of the grant date specified in Column 3 or immediately upon a change in control.
- (3) On November 3, 2005, the common stock of Southwestern Energy Company split 2-for-1, resulting in the reporting person's acquisition of 5,913.8162 additional shares of common stock indirectly owned by the reporting person through the Company's Nonqualified Retirement Plan.
- (1) Restricted stock and options granted in consideration of services of an officer.
- (4) This option was previously reported as covering 18,000 shares at an exercise price of \$6.00 per share, and has been adjusted as a result of a 2-for-1 stock split on May 20, 2005, and a 2-for-1 stock split on November 3, 2005.
- (8) This option was previously reported as covering 21,900 shares at an exercise price of \$5.625 per share, and has been adjusted as a result of a 2-for-1 stock split on November 3, 2005.
- (5) This option was previously reported as covering 10,000 shares at an exercise price of \$7.3125, and has been adjusted as a result of a 2-for-1 stock split on May 20, 2005, and a 2-for-1 stock split on November 3, 2005.
- (2) On November 3, 2005, the common stock of Southwestern Energy Company split 2-for-1 resulting in the reporting person's acquisition of 179,640 additional shares of common stock.

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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