

SOUTHWEST AIRLINES CO

Form 4

February 23, 2017

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLY GARY C

(Last) (First) (Middle)

**SOUTHWEST AIRLINES
CO., 2702 LOVE FIELD DRIVE**

(Street)

DALLAS, TX 75235-1908

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**SOUTHWEST AIRLINES CO
[LUV]**

3. Date of Earliest Transaction
(Month/Day/Year)
02/21/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman of the Board & CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/22/2017		S		2,629	D	\$ 57.3	683,919	D
Common Stock	02/22/2017		S		100	D	\$ 57.301	683,819	D
Common Stock	02/22/2017		S		3,686	D	\$ 57.31	680,133	D
Common Stock	02/22/2017		S		400	D	\$ 57.311	679,733	D
Common Stock	02/22/2017		S		2,585	D	\$ 57.32	677,148	D

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Common Stock	02/22/2017	S	100	D	\$ 57.321	677,048	D
Common Stock	02/22/2017	S	3,665	D	\$ 57.33	673,383	D
Common Stock	02/22/2017	S	300	D	\$ 57.331	673,083	D
Common Stock	02/22/2017	S	300	D	\$ 57.335	672,783	D
Common Stock	02/22/2017	S	4,283	D	\$ 57.34	668,500	D
Common Stock	02/22/2017	S	200	D	\$ 57.345	668,300	D
Common Stock	02/22/2017	S	3,060	D	\$ 57.35	665,240	D
Common Stock	02/22/2017	S	200	D	\$ 57.351	665,040	D
Common Stock	02/22/2017	S	3,061	D	\$ 57.36	661,979	D
Common Stock	02/22/2017	S	400	D	\$ 57.361	661,579	D
Common Stock	02/22/2017	S	3,439	D	\$ 57.37	658,140	D
Common Stock	02/22/2017	S	300	D	\$ 57.371	657,840	D
Common Stock	02/22/2017	S	100	D	\$ 57.375	657,740	D
Common Stock	02/22/2017	S	5,264	D	\$ 57.38	652,476	D
Common Stock	02/22/2017	S	500	D	\$ 57.381	651,976	D
Common Stock	02/22/2017	S	2,636	D	\$ 57.39	649,340	D
Common Stock	02/22/2017	S	500	D	\$ 57.391	648,840	D
Common Stock	02/22/2017	S	300	D	\$ 57.395	648,540	D
Common Stock	02/22/2017	S	3,000	D	\$ 57.4	645,540	D
Common Stock	02/22/2017	S	100	D	\$ 57.401	645,440	D
	02/22/2017	S	200	D		645,240	D

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Common Stock					\$ 57.405		
Common Stock	02/22/2017	S	1,696	D	\$ 57.41	643,544	D
Common Stock	02/22/2017	S	400	D	\$ 57.411	643,144	D
Common Stock	02/22/2017	S	904	D	\$ 57.42	642,240	D

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 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KELLY GARY C SOUTHWEST AIRLINES CO. 2702 LOVE FIELD DRIVE DALLAS, TX 75235-1908	X Chairman of the Board & CEO

Signatures

/s/ Tim Whisler, on behalf of and as attorney-in-fact for Gary C. Kelly 02/23/2017

__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).

Remarks:

Form 2 of 5

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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