

Owen Robert Craig
Form 5
February 10, 2012

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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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1. Name and Address of Reporting Person *
Owen Robert Craig

(Last) (First) (Middle)

2350 N. SAM HOUSTON
PARKWAY EAST, SUITE 125

(Street)

HOUSTON, TX 77032

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
SOUTHWESTERN ENERGY CO
[SWN]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2011

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)
Controller and CAO

6. Individual or Joint/Group Reporting

(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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/28/2011	Â	J ⁽¹⁾	50.4056	A	\$ 37.23	50.4056	I	By 401(k) Plan
Common Stock	Â	Â	Â	Â	Â	Â	8,000	D	Â

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

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contained in this form are not required to respond unless
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SEC 2270
(9-02)

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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. D
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 34	Â	Â	Â	Â Â	07/28/2009 07/28/2015	Common Stock	9,300
Stock Options (Right to Buy)	\$ 30.68	Â	Â	Â	Â Â	12/11/2009 12/11/2015	Common Stock	3,980
Stock Options (Right to Buy)	\$ 36.22	Â	Â	Â	Â Â	12/09/2011 12/09/2017	Common Stock	2,600
Stock Options (Right to Buy)	\$ 40.73	Â	Â	Â	Â Â	12/10/2010 12/10/2016	Common Stock	4,520
Stock Options (Right to Buy)	\$ 36.87	Â	Â	Â	Â Â	12/08/2012 12/08/2018	Common Stock	5,090

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Owen Robert Craig 2350 N. SAM HOUSTON PARKWAY EAST SUITE 125 HOUSTON, TX 77032	Â Â Â Controller and CAO Â

Signatures

/s/ Melissa D. McCarty, Attorney-in-Fact for Mr.
Owen

02/10/2012

__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) Purchased through the Company's 401(k) Plan from August 23, 2011, thru December 28, 2011. The information in this report is based on a plan statement dated as of December 28, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.