

SCHARLAU CHARLES E  
Form 4  
December 14, 2009

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

OMB APPROVAL  
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**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 \*  
SCHARLAU CHARLES E

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)  
SUITE 125, 2350 N. SAM  
HOUSTON PARKWAY EAST  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/10/2009

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

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 |   | 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) |   |  |   |
| Common Stock                    | 08/31/2009                           |  | J(1)                | V | 167,614   | D          | \$ 0 883,958  | D  | by Charles Scharlau GRAT; Charles Scharlau, Trustee   |
| Common Stock                    | 08/31/2009                           |  | J(1)                | V | 167,614   | A          | \$ 0 167,614  | I  |   |
| Common Stock                    | 08/31/2009                           |  | J(2)                | V | 523,794   | D          | \$ 0 360,164  | D  |   |

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|              |                           |                  |   |         |   |      |         |   |               |
|--------------|---------------------------|------------------|---|---------|---|------|---------|---|---------------|
| Common Stock | 08/31/2009                | J <sup>(2)</sup> | V | 523,794 | A | \$ 0 | 523,794 | I | by Family LLC |
| Common Stock | 12/10/2009 <sup>(3)</sup> | A                |   | 2,010   | A | \$ 0 | 362,174 | D |               |
| Common Stock |                           |                  |   |         |   |      | 8,000   | I | By Spouse     |

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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock Options (Right to Buy)               | \$ 40.73   | 12/10/2009 <sup>(3)</sup>            |  | A                              | 3,960   | 12/10/2010 <sup>(4)</sup>                                | 12/10/2016  | Common Stock | 3,960                      |
| Stock Options (Right to Buy)               | \$ 1.22  |                                      |  |                                |   | 12/31/2001   | 12/31/2010  | Common Stock | 64,000                     |
| Stock Options (Right to Buy)               | \$ 1.365   |                                      |  |                                |   | 12/31/2002   | 12/31/2011  | Common Stock | 64,000                     |
| Stock Options (Right to Buy)               | \$ 1.47  |                                      |  |                                |   | 12/31/2003   | 12/31/2012  | Common Stock | 64,000                     |
| Stock Options (Right to Buy)               | \$ 3.1   |                                      |  |                                |   | 12/31/2004   | 12/31/2013  | Common Stock | 64,000                     |



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- (4) Nonqualified 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.

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