

SOUTHWESTERN ENERGY CO
 Form 4
 December 13, 2004

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)
 2350 N. SAM HOUSTON
 PARKWAY EAST, SUITE 300

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/09/2004

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

(Street)
 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 (Instr. 4)	
				(A) or (D)	Price			
				Code V	Amount			
Common Stock	12/09/2004		A	530	A	\$ 0 <u>(1)</u>	118,654	D
Common Stock						1,000	I	By spouse

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

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SEC 1474
 (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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (Right to buy)	\$ 6.5					12/31/2000 12/31/2009	Common Stock 12,000
Stock Options (Right to buy)	\$ 7.3125					09/11/1999 09/11/2008	Common Stock 12,000
Stock Options (Right to buy)	\$ 9.75					12/31/2001 12/31/2010	Common Stock 8,000
Stock Options (Right to buy)	\$ 10.9					12/31/2002 12/31/2011	Common Stock 8,000
Stock Options (Right to buy)	\$ 11.74					12/31/2003 12/31/2012	Common Stock 8,000
Stock Options (Right to buy)	\$ 12.5					12/17/1998 12/17/2007	Common Stock 82,000
Stock Options (Right to buy)	\$ 13.375					12/08/1998 12/08/2005	Common Stock 50,000
Stock Options (Right to buy)	\$ 14.75					12/11/1997 12/11/2006	Common Stock 25,000

Stock Options (Right to buy)	\$ 24.78				12/31/2004	12/31/2013	Common Stock	8,000
Stock Options (Right to buy)	\$ 49.8	12/09/2004	A	1,720	12/09/2005 ⁽¹⁾	12/09/2011	Common Stock	1,720

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHARLAU CHARLES E 2350 N. SAM HOUSTON PARKWAY EAST SUITE 300 HOUSTON, TX 77032	X			

Signatures

Melissa D. McCarty, Attorney in Fact for Charles E.
Scharlau

12/13/2004

__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) Granted in consideration of services as a director.

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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