

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-03-19** | Period of Report: **2013-03-15**
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ISSUER

RANGE RESOURCES CORP

CIK: **315852** | IRS No.: **341312571** | State of Incorp.: **DE** | Fiscal Year End: **1231**
SIC: **1311** Crude petroleum & natural gas

Mailing Address

*100 THROCKMORTON STE.
1200
FT WORTH TX 76102*

Business Address

*100 THROCKMORTON STE.
1200
FT WORTH TX 76102
817-870-2601*

REPORTING OWNER

STEPHENS CHAD L

CIK: **1224089**
Type: **4** | Act: **34** | File No.: **001-12209** | Film No.: **13702957**

Mailing Address

*100 THROCKMORTON,
SUITE 1200
FORT WORTH TX 76102*

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person STEPHENS CHAD L			2. Issuer Name and Ticker or Trading Symbol RANGE RESOURCES CORP [RRC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> Officer (give title below) Sr. Vice President		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/15/2013			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
100 THROCKMORTON, SUITE 1200			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street)								
FORT WORTH, TX 76102								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/15/2013		M		24,235	A	\$82.07	134,875	D	
Common Stock	03/15/2013		F		600	D	\$82.07	134,275	D	
Common Stock	03/15/2013		D		22,148 ⁽¹⁾	D	\$82.07	112,127	D	
Common Stock	03/15/2013		S		1,491	D	\$81.6672 ⁽²⁾	110,636	D	
Common Stock								12,449	I	401(k) Plan
Common Stock								78,221	I	Deferred Compensation Account
Common Stock								40,000	I	Spouse Trust
Common Stock								27,500	I	trust for self
Children's Holdings								4,779	I	Children's shares
Spouse Holdings								19,500	I	Spouse's shares

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

										of Shares				
Stock Appreciation Right	\$75	03/15/2013		<u>M</u>		24,235	05/20/2009 ⁽²⁾	05/20/2013	Common Stock	24,235	\$ 0	0	D	

Explanation of Responses:

1. These shares were surrendered back to the Company in accordance with the SAR agreement.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$81.65 to \$81.69 inclusive.
3. Stock Appreciation Rights vest 30%, 30% and 40% over three years on the anniversary of the date of grant, have a five year term and were granted pursuant to the Range Resources Corporation 2005 Equity Plan.

Signatures

Rodney L. Waller by Power of Attorney

** Signature of Reporting Person

03/19/2013

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.