

RANGE RESOURCES CORP
Form 4
June 04, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Walker Ray N JR

2. Issuer Name and Ticker or Trading Symbol
RANGE RESOURCES CORP
[RRC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
100 THROCKMORTON, STE 1200

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/02/2014

____ Director
 Officer (give title below) _____ Other (specify below)
EVP and COO

FORT WORTH, TX 76102

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	06/02/2014		M	14,651 A \$ 92.95	22,579	D	
Common Stock	06/02/2014		F	1,862 D \$ 92.95	20,717	D	
Common Stock	06/02/2014		D	10,143 (1) D \$ 92.95	10,574	D	
Common Stock	06/02/2014		M	11,552 A \$ 92.95	22,126	D	
Common Stock	06/02/2014		F	818 D \$ 92.95	21,308	D	

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Common Stock	06/02/2014	D	9,603 (1)	D	\$ 92.95	11,705	D	
Common Stock	06/02/2014	M	15,605	A	\$ 92.95	27,310	D	
Common Stock	06/02/2014	F	2,546	D	\$ 92.95	24,764	D	
Common Stock	06/02/2014	D	8,789 (1)	D	\$ 92.95	15,975	D	
Common Stock						3,589	I	401k
Common Stock						166,874	I	Deferred Compensation Account

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 Security (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Right	\$ 64.35	06/02/2014		M	14,651	05/23/2013 05/23/2017	Common Stock	14,651
Stock Appreciation Right	\$ 77.26	06/02/2014		M	11,552	05/22/2014 05/22/2018	Common Stock	11,552
Stock Appreciation Right	\$ 52.35	06/02/2014		M	15,605	05/18/2012 05/18/2016	Common Stock	15,605

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walker Ray N JR 100 THROCKMORTON, STE 1200 FORT WORTH, TX 76102			EVP and COO	

Signatures

Patti Williams by Power of Attorney 06/03/2014

__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) These shares were surrendered back to the Company in accordance with the SAR agreement.

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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