

RANGE RESOURCES CORP

Form 4

November 21, 2014

FORM 4
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).

**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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MANNY ROGER S

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, SUITE
1200

3. Date of Earliest Transaction
(Month/Day/Year)
10/15/2014

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Exec VP and CFO

(Street)
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)
Common Stock	07/15/2014		J	V 2,935 D \$ 80.53	240,158	I	Deferred Compensation Account
Common Stock	07/15/2014		J	V 2,935 A \$ 80.53	110,482	D	
Common Stock	10/15/2014		J	1,248 D \$ 65.71	238,910	I	Deferred Compensation Account
Common Stock	10/15/2014		J	1,248 A \$ 65.71	111,730	D	

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Common Stock	11/19/2014	G	V	2,000	D	\$ 73	109,730	D	
Common Stock	11/20/2014	M		20,818	A	\$ 73	130,548	D	
Common Stock	11/20/2014	F		2,199	D	\$ 73	128,349	D	
Common Stock	11/20/2014	D		14,930 (1)	D	\$ 73	113,419	D	
Common Stock	11/20/2014	S		3,689	D	\$ 73.7773	109,730	D	
Common Stock							2,092	I	401(k) Plan

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

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SEC 1474
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 52.35	11/20/2014		M		20,818		05/18/2012	05/18/2016	Common Stock	20,818

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MANNY ROGER S 100 THROCKMORTON, SUITE 1200 FORT WORTH, TX 76102	Exec VP and CFO

Signatures

Rodney L. Waller by Power of
Attorney

11/21/2014

__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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