

RANGE RESOURCES CORP  
Form 4  
March 19, 2013

**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 \*  
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)

(Last) (First) (Middle)  
100 THROCKMORTON, SUITE 1200  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2013

\_\_\_\_ Director  
 Officer (give title below) Sr. Vice President  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

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                    | 03/15/2013                           |  | M                              |   | 24,235  | A  | \$ 82.07  |
| Common Stock                    | 03/15/2013                           |  | F                              |   | 600   | D  | \$ 82.07  |
| Common Stock                    | 03/15/2013                           |  | D                              |   | 22,148<br>(1)   | D  | \$ 82.07  |
| Common Stock                    | 03/15/2013                           |  | S                              |   | 1,491   | D  | \$ 81.6672<br>(2)                                     |
|                                 |                                      |  |                                |   |   |  | 12,449  |
|                                 |                                      |  |                                |   |   | I  | 401(k) Plan   |

|                     |  |        |   |  |                               |  |
|---------------------|--|--------|---|--|-------------------------------|--|
| Common Stock        |  |        |   |  |                               |  |
| 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               |  |

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) |              |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        |
| Stock Appreciation Right                   | \$ 75  | 03/15/2013                           |  | M                              | 24,235  | 05/20/2009 <sup>(3)</sup>                                | 05/20/2013  | Common Stock |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                    |       |
|---|---------------|-----------|--------------------|-------|
|   | Director      | 10% Owner | Officer            | Other |
| STEPHENS CHAD L<br>100 THROCKMORTON, SUITE 1200<br>FORT WORTH, TX 76102 |               |           | Sr. Vice President |       |

## Signatures

Rodney L. Waller by Power of  
Attorney

03/19/2013

\_\_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.
- (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.

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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