

RANGE RESOURCES CORP
Form 4
November 21, 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 *
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

(Street)

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

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

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 | 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.

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 control number.

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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 | \$ 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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