

SOUTHWEST AIRLINES CO

Form 4

February 23, 2017

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLY GARY C

(Last) (First) (Middle)

**SOUTHWEST AIRLINES
CO., 2702 LOVE FIELD DRIVE**

(Street)

DALLAS, TX 75235-1908

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**SOUTHWEST AIRLINES CO
[LUV]**

3. Date of Earliest Transaction
(Month/Day/Year)
02/21/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman of the Board & CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 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	02/22/2017		S		500	D \$ 57.43	641,740 D
Common Stock	02/22/2017		S		600	D \$ 57.44	641,140 D
Common Stock	02/22/2017		S		200	D \$ 57.441	640,940 D
Common Stock	02/22/2017		S		800	D \$ 57.45	640,140 D
Common Stock	02/22/2017		S		100	D \$ 57.46	640,040 D

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Common Stock	02/22/2017	S	1,302	D	\$ 57.47	638,738	D
Common Stock	02/22/2017	S	400	D	\$ 57.471	638,338	D
Common Stock	02/22/2017	S	5,700	D	\$ 57.48	632,638	D
Common Stock	02/22/2017	S	100	D	\$ 57.481	632,538	D
Common Stock	02/22/2017	S	700	D	\$ 57.49	631,838	D
Common Stock	02/22/2017	S	1,000	D	\$ 57.5	630,838	D
Common Stock	02/22/2017	S	2,790	D	\$ 57.51	628,048	D
Common Stock	02/22/2017	S	500	D	\$ 57.52	627,548	D
Common Stock	02/22/2017	S	100	D	\$ 57.521	627,448	D
Common Stock	02/22/2017	S	800	D	\$ 57.53	626,648	D
Common Stock	02/22/2017	S	2,100	D	\$ 57.54	624,548	D
Common Stock	02/22/2017	S	100	D	\$ 57.541	624,448	D
Common Stock	02/22/2017	S	100	D	\$ 57.545	624,348	D
Common Stock	02/22/2017	S	2,200	D	\$ 57.55	622,148	D
Common Stock	02/22/2017	S	100	D	\$ 57.551	622,048	D
Common Stock	02/22/2017	S	100	D	\$ 57.555	621,948	D
Common Stock	02/22/2017	S	1,602	D	\$ 57.56	620,346	D
Common Stock	02/22/2017	S	200	D	\$ 57.561	620,146	D
Common Stock	02/22/2017	S	100	D	\$ 57.565	620,046	D
Common Stock	02/22/2017	S	1,300	D	\$ 57.57	618,746	D
	02/22/2017	S	100	D		618,646	D

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Common Stock					\$ 57.573		
Common Stock	02/22/2017	S	900	D	\$ 57.58	617,746	D
Common Stock	02/22/2017	S	826	D	\$ 57.59	616,920	D
Common Stock	02/22/2017	S	100	D	\$ 57.591	616,820	D
Common Stock	02/22/2017	S	400	D	\$ 57.595	616,420	D

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KELLY GARY C SOUTHWEST AIRLINES CO. 2702 LOVE FIELD DRIVE DALLAS, TX 75235-1908	X Chairman of the Board & CEO

Signatures

/s/ Tim Whisler, on behalf of and as attorney-in-fact for Gary C.
Kelly

02/23/2017

__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).

Remarks:

Form 3 of 5

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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