# SEC Form 4

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person[*] | 2. Issuer Name **and** Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|---|---|---|

**Poole David P**

(Last)   (First)   (Middle)

100 THROCKMORTON, SUITE 1200

(Street)

FORT WORTH   TX   76102

(City)   (State)   (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/27/2011

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

| | Director | | 10% Owner |
|---|---|---|---|
| X | Officer (give title below) | | Other (specify below) |

Sr. VP & General Counsel

6. Individual or Joint/Group Filing (Check Applicable Line)

X   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 (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 | 07/27/2011 | | M | | 19,234 | A | $64.59 | 24,734 | D | |
| Common Stock | 07/27/2011 | | M | | 7,637 | A | $64.59 | 32,371 | D | |
| Common Stock | 07/27/2011 | | F | | 2,408 | D | $64.59 | 29,963 | D | |
| Common Stock | 07/27/2011 | | D | | 17,770 | D | $64.59 | 12,193 | D | |
| Common Stock | 07/27/2011 | | S | | 6,693 | D | $64.0081[(1)] | 5,500 | D | |

## 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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Appreciation Right | $41.6 | 07/27/2011 | | M | | | 19,234 | 05/20/2010 | 05/20/2014 | Common Stock | 19,234 | $0 | 12,823 | D | |
| Stock Appreciation Right | $45.51 | 07/27/2011 | | M | | | 7,637 | 05/19/2011 | 05/19/2015 | Common Stock | 7,637 | $0 | 17,821 | D | |

**Explanation of Responses:**

1. The price reported in Column 4 is a weighted average price. These shares sold in multiple transactions at prices ranging from $63.9488 to $64.0405 inclusive. The reporting person undertakes to provide to Range Resources Corporation, any of its sucurity holders, or the staff of the Securities and Exchange Commision, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 1 to this Form 4.

Rodney L. Waller by Power of Attorney     07/28/2011

** Signature of Reporting Person　　　　　　Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

**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 Number.**