

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>McCarthy Kevin S</u> (Last) (First) (Middle) 100 THROCKMORTON, SUITE 1200 (Street) FORT WORTH TX 76102 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>RANGE RESOURCES CORP [RRC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/18/2016	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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	05/18/2016		A		6,455 ⁽¹⁾	A	\$38.73	37,774	I	Deferred Comp Account
Common Stock								23,897	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)
						Date Exercisable	Expiration Date					

Explanation of Responses:

1. Grant of restricted stock into the Deferred Compensation Plan approved by the Compensation Committee of the Board of Directors for no consideration. Grants are 100% vested on the date of grant.

Remarks:

Exhibit 24-Power of Attorney dated November 30, 2015 reflecting the reporting person's conformed signature.

/s/ David S. Goldberg,
attorney-in-fact

05/19/2016

** 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.

LIMITED POWER OF ATTORNEY
FOR SEC REPORTING

KNOW ALL BY THESE PRESENTS, that the undersigned appoints Bryan Taylor, Carol Culpepper, Roger S. Manny, Dori Ginn, David S. Goldberg and David P. Poole, each acting individually, as the undersigned's true and lawful attorney-in-fact, with full power and authority for the specific purposes described below on behalf of and in the name, place and stead of the undersigned to:

(1) prepare, execute, acknowledge, deliver and file (a) Forms 3, 4, and 5, including any amendments thereto and any other similar forms relating to the securities of Range Resources Corporation, a Delaware corporation (the "Company"), with the United States Securities and Exchange Commission (?SEC?), any national securities exchanges and the Company, as considered necessary or advisable under the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as each may be amended from time to time (the "Exchange Act"), and (b) to the extent necessary, a Form ID, including amendments thereto, and any other documents necessary to obtain codes and passwords enabling the undersigned to make Exchange Act Section 16 electronic filings with the SEC;

(2) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information regarding any transaction in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned authorizes any such person to release any such information to each attorney-in-fact named herein; and

(3) perform any and all other acts which, in the discretion of each such attorney-in-fact, are necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned grants each of the named attorneys-in-fact full power and authority to do and perform each and every act and thing necessary or appropriate to be done related to the foregoing matters as fully as the undersigned might or could do if personally present, ratifying all that each attorney-in-fact of, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney. The undersigned acknowledges that the designated attorneys-in-fact are not assuming, nor is the Company assuming, any of the undersigned's responsibility to comply with Exchange Act Section 16 or any liability of the undersigned arising in connection therewith.

This Limited Power of Attorney shall be governed by Texas law and remain in full force and effect until revoked by the undersigned in a signed writing delivered or faxed to Range Resources Corporation, Attention: General Counsel, or until termination of the undersigned's Exchange Act Section 16 reporting obligations with respect to Company securities, whichever first occurs.

As of the date of this document, each attorney-in-fact designated is an officer of Range Resources Corporation or an employee of a subsidiary of the Company. This Limited Power of Attorney shall automatically terminate as to any named attorney-in-fact upon the date that such person ceases to be an officer of the Company or employed by a subsidiary of the Company.

IN WITNESS WHEREOF, the undersigned has caused this Limited Power of Attorney to be executed as of this 30th day of Novebmer 2015.

/s/ Kevin McCarthy

STATE OF TEXAS)
)
COUNTY OF TARRANT)

On 30th day of November 2015, Kevin McCarthy personally appeared before me, and acknowledged that he executed the foregoing instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have set my hand and official seal.

/s/ Candace Duran
Notary Public, State of Texas
Note: File with Form 4