

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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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

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

1. Name and Address of Reporting Person* <u>KELLY GARY C</u> (Last) (First) (Middle) <u>SOUTHWEST AIRLINES CO.</u> <u>2702 LOVE FIELD DRIVE</u> (Street) <u>DALLAS TX 75235-1908</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SOUTHWEST AIRLINES CO [LUV]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>05/20/2014</u> 4. If Amendment, Date of 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) <u>COB, Pres., & CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	05/20/2014		S		100	D	\$24.901	822,160	D	
Common Stock	05/20/2014		S		300	D	\$24.902	821,860	D	
Common Stock	05/20/2014		S		700	D	\$24.905	821,160	D	
Common Stock	05/20/2014		S		100	D	\$24.908	821,060	D	
Common Stock	05/20/2014		S		1,745	D	\$24.91	819,315	D	
Common Stock	05/20/2014		S		9,155	D	\$24.911	810,160	D	
Common Stock	05/20/2014		S		1,200	D	\$24.912	808,960	D	
Common Stock	05/20/2014		S		3,500	D	\$24.915	805,460	D	
Common Stock	05/20/2014		S		600	D	\$24.918	804,860	D	
Common Stock	05/20/2014		S		2,000	D	\$24.92	802,860	D	
Common Stock	05/20/2014		S		600	D	\$24.921	802,260	D	
Common Stock	05/20/2014		S		261	D	\$24.922	801,999	D	
Common Stock	05/20/2014		S		1,600	D	\$24.925	800,399	D	
Common Stock	05/20/2014		S		5,576	D	\$24.93	794,823	D	
Common Stock	05/20/2014		S		124	D	\$24.931	794,699	D	
Common Stock	05/20/2014		S		400	D	\$24.932	794,299	D	
Common Stock	05/20/2014		S		2,400	D	\$24.935	791,899	D	
Common Stock	05/21/2014		S		300	D	\$25.03	791,599	D	
Common Stock	05/21/2014		S		100	D	\$25.031	791,499	D	
Common Stock	05/21/2014		S		400	D	\$25.04	791,099	D	
Common Stock	05/21/2014		S		100	D	\$25.042	790,999	D	
Common Stock	05/21/2014		S		1,100	D	\$25.05	789,899	D	
Common Stock	05/21/2014		S		500	D	\$25.052	789,399	D	
Common Stock	05/21/2014		S		2,800	D	\$25.06	786,599	D	
Common Stock	05/21/2014		S		300	D	\$25.061	786,299	D	
Common Stock	05/21/2014		S		800	D	\$25.062	785,499	D	
Common Stock	05/21/2014		S		6,041	D	\$25.07	779,458	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				

Explanation of Responses:

Remarks:

Form 1 of 2

/s/ Tim Whisler, on behalf of and as attorney-in-fact for Gary C. Kelly.
05/22/2014

** 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.