

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

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Estimated average burden
 hours per response: 0.5

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

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	05/21/2014		S		100	D	\$25.071	779,358	D	
Common Stock	05/21/2014		S		200	D	\$25.072	779,158	D	
Common Stock	05/21/2014		S		6,559	D	\$25.08	772,599	D	
Common Stock	05/21/2014		S		400	D	\$25.082	772,199	D	
Common Stock	05/21/2014		S		4,300	D	\$25.09	767,899	D	
Common Stock	05/21/2014		S		200	D	\$25.092	767,699	D	
Common Stock	05/21/2014		S		200	D	\$25.095	767,499	D	
Common Stock	05/21/2014		S		1,825	D	\$25.1	765,674	D	
Common Stock	05/21/2014		S		300	D	\$25.101	765,374	D	
Common Stock	05/21/2014		S		700	D	\$25.102	764,674	D	
Common Stock	05/21/2014		S		300	D	\$25.105	764,374	D	
Common Stock	05/21/2014		S		4,900	D	\$25.11	759,474	D	
Common Stock	05/21/2014		S		800	D	\$25.112	758,674	D	
Common Stock	05/21/2014		S		100	D	\$25.115	758,574	D	
Common Stock	05/21/2014		S		1,100	D	\$25.12	757,474	D	
Common Stock	05/21/2014		S		100	D	\$25.122	757,374	D	
Common Stock	05/21/2014		S		900	D	\$25.15	756,474	D	
Common Stock	05/21/2014		S		100	D	\$25.152	756,374	D	
Common Stock	05/21/2014		S		1,326	D	\$25.16	755,048	D	
Common Stock	05/21/2014		S		74	D	\$25.17	754,974	D	
Common Stock	05/21/2014		S		100	D	\$25.182	754,874	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		Date Exercisable	Expiration Date					
						(A) (D)			Title Amount or Number of Shares				

Explanation of Responses:

Remarks:

Form 2 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.