

SOUTHWEST GAS CORP

Form 5

January 31, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. Name and Address of Reporting Person

Maffie, Michael O
 5241 Spring Mountain Road
 Las Vegas, NV 89150
 USA

2. Issuer Name and Ticker or Trading Symbol

Southwest Gas Corporation
 SWX

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

12/31/2001

5. If Amendment, Date of Original (Month/Year)

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

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

President and Chief Executive Officer

7. Individual or Joint/Group Reporting (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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Year
Common Stock				14,276 (2)
Common Stock				64,131 (3)
Common Stock				43 (4)
Common Stock				3,391

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exer	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration	7. Title and Amount of Underlying Securities	8. Percentage of Total Voting Securities
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	Exercise Price	Grant Date	Exercise Period (A or D)	Quantity	Exercise Type (A or D)	Expiration Date	Title and Number of Shares
Employee Stock Option	\$23.36	07/17/2001	A	50,000	A	(1) 07/16/2011	Common Stock 50,000
(right to buy)							

Explanation of Responses:

(1) The option vests in three annual installments of 20,000 shares in 2002, 15,000 shares in 2003, and 15,000 shares in 2004, beginning July 17, 2002.

(2) Includes 524 shares acquired in 2001 pursuant to the dividend reinvestment feature of the SWX 401(k) plan.

(3) Includes 1,971 shares acquired in 2001 pursuant to the dividend reinvestment feature of SWX restricted stock plan.

(4) Includes 2 share acquired in 2001 pursuant to the dividend reinvestment plan.

(5) Includes 124 shares acquired in 2001 pursuant to the dividend reinvestment feature of the SWX 401(k) plan.

SIGNATURE OF REPORTING PERSON

/s/Michael O. Maffie by Faye J. Ringler, Attorney in fact

DATE

01/31/2002