UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Form 8-K CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) February 14, 1996

 ${\tt SOUTHWEST~GAS~CORPORATION} \\ ({\tt Exact~name~of~registrant~as~specified~in~its~charter})$

California 1-7850 88-0085720 (State or other jurisdiction of incorporation or organization) File Number) Identification No.)

5241 Spring Mountain Road
Post Office Box 98510
Las Vegas, Nevada
(Address of principal executive offices)

89193-8510 (Zip Code)

Registrant's telephone number, including area code: (702) 876-7237

ITEM 5. OTHER EVENTS

On February 14, 1996, Southwest Gas Corporation (the Company) released summary financial information to the general public, including the investment community, regarding the Company's operating performance and financial position for the year ended December 31, 1995. The financial information released is included herein. This information is summary in nature, and should not be considered complete financial statements.

ITEM 7. EXHIBITS

- 99.1 Summary Statements of Income
- 99.2 Financial Analyst Report Fourth Quarter 1995

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SOUTHWEST GAS CORPORATION

Date: February 14, 1996

/s/ Edward A. Janov

Edward A. Janov Controller and Chief Accounting Officer

3 EXHIBIT TABLE

99.1 Summary Statements of Income

99.2 Financial Analyst Report - Fourth Quarter 1995

SOUTHWEST GAS CORPORATION SUMMARY STATEMENTS OF INCOME (In thousands, except per share amounts) (Unaudited)

	THREE MONTHS ENDED DECEMBER 31,			
	1995	1994	1995	1994
GAS OPERATIONS SEGMENT: Operating margin - weather normalized Weather related impacts			\$ 364,046 (28,000)	
Operating margin realized Operations and maintenance expenses Depreciation, amortization, and general taxes	103,542 47,682	121,384 46,523	336,046 187,969 89,665	349,346 178,185
Operating income Net interest deductions Preferred securities distribution			58,412 53,354 913	
Pre-tax utility income Utility income tax expense	19,061 7,309	40,443 15,677	4,145 858	39,127 14,825
Net utility income Other income (expense), net	11,752	24,766	3,287 (633)	24,302
Contribution to net income (loss) - gas operations segment	11,509	24,436	2,654	23,524
DISCONTINUED OPERATIONS: Net income - PriMerit Bank Acquisition carrying costs, net of tax	2,823	1,331	8,618 (5,961)	7,673
Net income from discontinued segment SAIF assessment, net of tax Loss on disposal of discontinued operations, net of tax	1,329 (7,170) (13,023)	101 0 0	2,657 (7,170) (13,023)	2,777 0 0
Contribution to net income (loss) from discontinued operations	(18,864)	101	(17,536)	2,777
Net income (loss) Preferred & preference dividends	(7 , 355) 22	24 , 537 95	(14,882) 307	26,301 510
Net income (loss) applicable to common stock	\$ (7,377)	\$ 24,442	\$ (15,189) =======	\$ 25,791
Earnings (loss) per share from gas segment Earnings (loss) per share from discontinued operations Earnings (loss) per share from disposal	\$ 0.47 (0.24)	\$ 1.15 0.00	\$ 0.10 (0.20) (0.56)	\$ 1.09 0.13
Earnings (loss) per share of common stock	\$ (0.30)	\$ 1.15	\$ (0.66)	\$ 1.22
Average outstanding common shares	24,350	21,190	23,167 ======	21,078

In January 1996, the Company reached an agreement to sell PriMerit to Norwest Corporation. The discontinued operations segment includes the net income of PriMerit and its subsidiaries on a stand-alone basis as adjusted, reduced by allocated carrying costs associated with the Company's investment in PriMerit (principally interest) net of taxes. The discontinued operations segment also includes the estimated loss on the disposition.

SOUTHWEST GAS CORPORATION SUMMARY STATEMENTS OF INCOME (In thousands, except per share amounts) (Unaudited)

YEAR	ENDED	DECEMBER	31,
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		IDAN D	ועווו	TO DECEMBER	JI.	<i>'</i>
		1995 		1994 		1993
GAS OPERATIONS SEGMENT: Operating revenues Net cost of gas purchased	\$	563,502 227,456	\$	599,268 249,922	\$	538,149 212,290
Operating margin Operations and maintenance expenses Depreciation, amortization, and general taxes		336,046 187,969 89,665		349,346 178,185 82,569		325,859 169,744 79,136
Operating income Net interest deductions Preferred securities distribution		58,412 53,354 913		88,592 49,465		76,979 41,988
Pre-tax utility income Utility income tax expense		4,145 858		39,127 14,825		34,991 12,292
Net utility income Other income (expense), net		3,287 (633)		24 , 302 (778)		22,699 (8,948)
Contribution to net income - gas operations segment		2,654		23,524		13,751
DISCONTINUED OPERATIONS - NOTE 1: Net income - PriMerit Bank Acquisition carrying costs, net of tax - NOTE 5		8,618 (5,961)		7,673 (4,896)		6,596 (4,941)
Net income from discontinued segment SAIF assessment, net of tax Loss on disposal of discontinued operations, net of tax		2,657 (7,170) (13,023)		2 , 777 		1,655
Contribution to net income (loss) from discontinued operations		(17,536)		2 , 777		1,655
Net income (loss) Preferred & preference dividends		(14,882) 307		26,301 510		15,406 741
Net income (loss) applicable to common stock	\$	(15,189)		25 , 791		14,665
Earnings (loss) per share from gas segment	\$	0.10	\$	1.09	\$	0.63
Earnings (loss) per share from discontinued operations	\$	(0.20)	\$	0.13	\$	0.08
Earnings (loss) per share from disposal	\$	(0.56)	\$		\$	
Earnings (loss) per share of common stock	\$	(0.66)		1.22	\$	0.71
Average outstanding common shares	=====	23 , 167		21 , 078	===	20 , 729

See Notes to Summary Financial Statements.

SOUTHWEST GAS CORPORATION BALANCE SHEET AT DECEMBER 31, 1995 (In thousands) (Unaudited)

ASSETS UTILITY PLANT Gas plant, net of accumulated depreciation Construction work in progress	\$ 1,111,072 26,678	
Net utility plant	1,137,750	
OTHER PROPERTY AND INVESTMENTS PriMerit Bank - NOTE 2 Other	175,493 31,093	
Total other property and investments	206,586	
CURRENT AND ACCRUED ASSETS Cash, working funds and temporary cash investments Receivables - less reserve of \$1,227 for uncollectibles Accrued utility revenue Other	10,887 37,592 43,900 48,454	
Total current and accrued assets	140,833	
DEFERRED DEBITS Unamortized debt expense Other deferred debits	13,538 33,586	
Total deferred debits	47,124	
TOTAL ASSETS	\$ 1,532,293 =======	
CAPITALIZATION, LIABILITIES AND DEFERRED CREDITS CAPITALIZATION Common stockholders' equity Common stock equity, \$1 par, 24,467 shares outstanding Retained earnings Total common stockholders' equity Preferred securities - NOTE 3 Long-term debt - NOTE 4	17,322 356,050 60.000	63.7
Total capitalization	1,143,995	100.0%
CURRENT AND ACCRUED LIABILITIES Notes payable Accounts payable Customer deposits Taxes accrued (including income taxes) Deferred purchased gas costs Other	37,000 41,823 21,406 29,101 32,776 48,026	
Total current and accrued liabilities	210,132	
DEFERRED CREDITS Deferred investment tax credits Deferred income taxes Other	19,874 119,311 38,981	
Total deferred credits	178,166	
TOTAL CAPITALIZATION, LIABILITIES AND DEFERRED CREDITS		

See Notes to Summary Financial Statements.

SOUTHWEST GAS CORPORATION STATEMENT OF CASH FLOWS TWELVE MONTHS ENDED DECEMBER 31, 1995 (In thousands) (Unaudited)

CASH FLOWS FROM OPERATIONS:		
Net income (loss)	\$	(14,882)
Adjustments to reconcile net income to net cash provided from operating activities:		
Depreciation and amortization		62,492
Change in gas cost related balancing items		52,790
Change in accrued taxes		(13,818)
Change in receivables and payables		13,490
Loss on disposition		13,023
Change in deferred taxes		(15, 223)
Undistributed earnings from subsidiaries		(1,279)
Allowance for funds used during construction Other		(1,229)
Other		2,034
Net cash provided from operating activities		97 , 398
CARL TIONS TOOK TINANGING ASSESSED		
CASH FLOWS FROM FINANCING ACTIVITIES: Net proceeds from preferred securities issuance		57,713
Change in notes payable		(55,000)
Net proceeds from stock issuance		44,844
Long-term debt issuance, net		47,122
Dividends paid		(19,575)
Retirement of preferred stock		(4,000)
Other		(48)
Net cash provided from financing activities		71,056
CASH FLOWS FROM INVESTING ACTIVITIES:		
Construction expenditures		(166,059)
Other		2,623
Net cash used in investing activities		(163,436)
Change in cash and temporary cash investments		5,018
Cash at beginning of period		5,869
	<u>^</u>	10 007
Cash at end of period		10,887
SUPPLEMENTAL INFORMATION:		
Interest paid, net of amount capitalized		52,741
Income taxes, net of refunds	\$	22,313

See Notes to Summary Financial Statements.

SOUTHWEST GAS CORPORATION NOTES TO SUMMARY FINANCIAL STATEMENTS (In thousands, except par values) (Unaudited)

NOTE 1 - DISCONTINUED OPERATIONS:

In January 1996, the Company reached an agreement to sell PriMerit to Norwest Corporation. The discontinued operations segment includes the net income of PriMerit and its subsidiaries on a stand-alone basis as adjusted, reduced by allocated carrying costs associated with the Company's investment in PriMerit (principally interest) net of taxes. The discontinued operations segment also includes the estimated loss on the disposition.

NOTE 2 - INVESTMENT IN PRIMERIT BANK:

The capital structure supports both the investment in PriMerit and the investment in the gas segment. Financing costs allocable to PriMerit are determined based on the average investment in PriMerit throughout the year.

NOTE 3 - PREFERRED SECURITIES:

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NOTE 4 - LONG-TERM DEBT:		
Commercial paper facility	\$	200,000
Debentures:		
Debentures, 9% series A, due 2011		26,890
Debentures, 9% series B, due 2011		31,213
Debentures, 8.75% series C, due 2011		18,353
Debentures, 9.375% series D, due 2017		120,000
Debentures, 10% series E, due 2013		23,069
Debentures, 9.75% series F, due 2002		100,000
Industrial development revenue bonds - net of funds held in trust		218,386
Unamortized discount on long-term debt		(9 , 966)
TOTAL LONG-TERM DEBT	\$	727,945
	===	=======
ESTIMATED CURRENT MATURITIES	\$	120,000
	===	=======

60,000

Preferred securities of SWG Capital I, \$25 per security, 9.125%, 2.4 million units outstanding \$

NOTE 5 - ACQUISITION CARRYING COSTS, NET OF TAX:

SOUTHWEST GAS CORPORATION SELECTED STATISTICAL DATA DECEMBER 31, 1995

FINANCIAL STATISTICS

Market value to book value per share at year end	121%
Twelve months to date return on equity total company	(4.1)%
gas segment	0.8%
Common stock dividend yield at year end	4.7%

GAS OPERATIONS SEGMENT

Rate Jurisdiction	Authorized Rate Base (In thousands)	Authorized Rate of Return	Authorized Return on Common Equity
Central Arizona	\$ 267,348	9.13%	10.75%
Southern Arizona	157,620	9.12	11.00
Southern Nevada	184,673	8.89	11.55
Northern Nevada	47,695	9.16	11.55
Southern California	69,486	9.94	11.35
Northern California	8,357	10.02	11.35
Paiute Pipeline Company	61,057	10.09	12.50

SYSTEM THROUGHPUT BY CUSTOMER CLASS

YEAR	ENDED	DECEMBER	31,
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(In dekatherms)	1995	1994	1993
Residential	42,273,436	45 , 966 , 773	43,921,257
Small commercial	22,949,195	23,572,285	22,327,742
Large commercial	8,344,066	10,306,232	11,263,387
Industrial / Other	7,021,718	8,341,530	7,543,313
Transportation	101,601,123	91,479,064	72,502,319
Total system throughput	182,189,538	179,665,884	157,558,018

YEAR ENDED DECEMBER 31,

HEATING DEGREE DAY COMPARISON	1995	1994	1993
Actual	2,084	2,427	2,470
Ten year average	2,326	2,387	2,401
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