

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR
THE NOMINEES (PROPOSAL 1) AND PROPOSALS 2 AND 3.**

1. VOTE BY TELEPHONE

★★QUICK ★★ EASY ★★ IMMEDIATE ★★ Call toll-free 1-800-660-7809 ANYTIME until 11:59 P.M. PDT on May 6, 2009. There is NO CHARGE to you for this call.

- Option A: To vote as the Board of Directors recommends on ALL proposals: **Press 1.**
- Option B: If you choose to vote on each proposal separately, **Press 0.** You will hear these instructions:
Proposal 1: To vote for **ALL** nominees, **Press 1**; to **WITHHOLD FOR ALL** nominees, **Press 9**; to **WITHHOLD FOR AN INDIVIDUAL** nominee, **Press 0** and listen to the instructions.
Proposal 2: To vote **FOR**, **Press 1**; **AGAINST**, **Press 9**; **ABSTAIN**, **Press 0.**
Proposal 3: To vote **FOR**, **Press 1**; **AGAINST**, **Press 9**; **ABSTAIN**, **Press 0.**

When asked, you must confirm your vote by pressing 1.

2. VOTE BY INTERNET

Our internet address is: <http://www.swgas.com/proxymaterials>

Your telephone or internet vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed and returned your proxy card. There is no need to mail back your proxy card.

3. VOTE BY MAIL

Mark, sign and date your Proxy card and return promptly in the enclosed envelope.



Please detach here to Vote by Mail



The Board of Directors Recommends a VOTE FOR the Nominees.

1. ELECTION OF DIRECTORS

- | | | | |
|-----------------------|---------------------------|------------------------|-----------------------|
| 01 George C. Biehl | 05 Richard M. Gardner | 09 Anne L. Mariucci | 13 Terrence L. Wright |
| 02 Robert L. Boughner | 06 LeRoy C. Hanneman, Jr. | 10 Michael J. Melarkey | |
| 03 Thomas E. Chestnut | 07 James J. Kropid | 11 Jeffrey W. Shaw | |
| 04 Stephen C. Comer | 08 Michael O. Maffie | 12 Thomas A. Thomas | |

FOR ALL

FOR ALL EXCEPT *[

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WITHHOLD AUTHORITY FOR ALL

***Note:** To withhold authority to vote for a particular nominee, mark the FOR ALL EXCEPT Box and enter the number next to the name(s) of the exceptions in the space provided. Unless authority to vote for all the foregoing nominees is withheld, this proxy will be deemed to confer authority to vote for every nominee whose name is not listed.

The Board of Directors Recommends a VOTE FOR this Proposal.

2. To APPROVE the continuation of the Amended and Restated Management Incentive Plan.

FOR

AGAINST

ABSTAIN

The Board of Directors Recommends a VOTE FOR this Proposal.

3. To RATIFY the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for fiscal year 2009.

FOR

AGAINST

ABSTAIN

(IMPORTANT-SIGNATURE REQUIRED ON REVERSE SIDE)

**SOUTHWEST GAS CORPORATION
PROXY SOLICITED BY THE BOARD OF DIRECTORS
ANNUAL MEETING OF SHAREHOLDERS**

**To be Held Thursday, May 7, 2009
at 10:00 A.M. PDT**

**CAESARS PALACE
Florentine Ballrooms
3570 Las Vegas Blvd., South
Las Vegas, Nevada**

Please refer to the back of this Proxy Card for Voting Instructions

If you plan to attend the Annual Meeting, please keep this portion of your Proxy Card to be used as your Admission Ticket to the meeting.



Please detach here to Vote by Mail



SOUTHWEST GAS CORPORATION - PROXY

The undersigned hereby revokes all previously granted proxies and appoints James J. Kropid and Michael O. Maffie as Proxies, each with the power to appoint his substitute, and hereby authorizes them to represent and to vote as designated by telephone, by internet or by mail, all the shares of common stock of the undersigned at the 2009 Annual Meeting of Shareholders of Southwest Gas Corporation, and at any adjournments thereof; and at their discretion, with authorization to vote such shares on any other matters as may properly come before the meeting or any adjournment thereof.

This proxy will be voted in the manner directed by the shareholder(s). If no direction is made, this proxy will be voted FOR the listed Nominees (Proposal 1) and Proposals 2 and 3. Further, if cumulative voting rights for the election of directors (Proposal 1) are exercised at the meeting, the Proxies, unless otherwise instructed, will cumulatively vote their shares as explained in the Proxy Statement.

Dated: _____, 2009

(Signature)

(Signature, if held jointly)

Please sign exactly as name appears hereon. When shares are held by joint tenants, both should sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such. If a corporation, please sign in full corporate name by president or other authorized officer. If a partnership, please sign in partnership name by authorized person.