

REYNOLDS D C
Form 4
October 27, 2004

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
REYNOLDS D C

(Last) (First) (Middle)

605 RICHARD ARRINGTON, JR.
BLVD. NORTH

(Street)

BIRMINGHAM, AL 35203-2707

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ENERGEN CORP [EGN]

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2004

4. If Amendment, Date 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)

President of Subsidiary

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (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)
				(A) or (D) Code V Amount (D) Price			
Common Stock (ESP)					13,826	I	ESP ⁽¹⁾
Common Stock (Deferred)					6,498 ⁽²⁾	D	
Common Stock (Jt Ten - Brokerage Acct.)					14,520	D	
					104	D	

Edgar Filing: REYNOLDS D C - Form 4

Common Stock (IRA)								
Common Stock (Wife's IRA)						104	I	IRA (Wife)
Common Stock	10/27/2004		A	2,772	A	(3)	17,404	D
(same as above)	10/27/2004		F	323	D	\$ 51.73	17,081	D
Common Stock						196	I	Custodian for Daughter
Common Stock						2,374	I	Custodian for Son

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Option (Right to Buy) (NQ)	\$ 18.25					(4)	11/24/2007	Common Stock	3,566
Stock Option (Right to Buy)	\$ 18.25					(5)	11/24/2007	Common Stock	14,684

(ISO)					
Stock Option (Right to Buy) (ISO)	\$ 27.4375	<u>(6)</u>	10/24/2010	Common Stock	9,000
Stock Option (Right to Buy) (NQ)	\$ 27.4375	<u>(7)</u>	10/24/2010	Common Stock	1,000
Stock Option (Right to Buy) (NQ)	\$ 22.63	10/24/2004	10/23/2011	Common Stock	1,142
Stock Option (Right to Buy) (ISO)	\$ 22.63	10/24/2004	10/23/2011	Common Stock	4,418
Stock Option (Right to Buy) (NQ)	\$ 29.71	01/29/2006	01/28/2013	Common Stock	4,135
Stock Option (Right to Buy) (ISO)	\$ 29.71	01/29/2006	01/28/2013	Common Stock	3,365
Stock Option (Right to Buy) (ISO)	\$ 42.75	01/28/2007	01/27/2014	Common Stock	2,339
Stock Option (Right to Buy) (NQ)	\$ 42.75	01/28/2007	01/27/2014	Common Stock	921

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

REYNOLDS D C
605 RICHARD ARRINGTON, JR. BLVD. NORTH
BIRMINGHAM, AL 35203-2707

President of Subsidiary

Signatures

J. D. Woodruff, Attorney
in Fact

10/27/2004

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Energen Corporation Employee Savings Plan, number of shares and securities are estimates based on trustee's unit accounting.
- (2) Energen Corporation Deferred Compensation Plan, number of securities is estimated based on recordkeepers' unit accounting.
- (3) Long-Range Performance Share Plan payout.
- (4) The option became exercisable in three annual installments of 1,188, 1,188 and 1,190 on November 25, 1998, 1999 and 2000, respectively.
- (5) The option became exercisable in three equal annual installments on November 25, 1998, 1999 and 2000.
- (6) The option became exercisable in three equal annual installments on October 25, 2001, 2002 and 2003.
- (7) The option became exercisable in three annual installments of 333, 333 and 334 on October 25, 2001, 2002 and 2003, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.