ENERGEN CORP

Form 4 June 23, 2014

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Richardson John S			2. Issuer Name and Ticker or Trading Symbol ENERGEN CORP [EGN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	Director 10% Owner		
605 RICHARD ARRINGTON JR. BLVD. NORTH			06/19/2014	X Officer (give title Other (specify below) President of Subsidiary		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
BIRMINGHAM, AL 35203-2707				Form filed by More than One Reporting Person		

(City)	(State) (Zi	Table Table	I - Non-De	rivative Se	ecurities Acqu	ired, Disposed of	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2. Transaction Date 2A. Deemed 3. 4. Securities Acquired Execution Date, if any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A) or			isposed of (D) 4 and 5) (A) or	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)
Common Stock (Deferred)			Code V	Amount	(D) Price	3,947 (2)	D	
Common Stock (Restricted)						5,141	D	
Common Stock (RSU)						5,238	D	
Common Stock (ESP)						7,930	I	ESP (1)
	06/19/2014		M	5,000	A	41,555	D	

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Common \$ 54.11 \$ (same as above) 06/19/2014 \$ 5,000 D 90.07 36,555 D

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

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SEC 1474

(9-02)

number.

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. Transactic Code (Instr. 8)	Secu Acqu (A) o Disp (D)	orities aired or osed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		on Date Underlying Secu	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) (NQ)	\$ 60.56						(3)	01/22/2018	Common Stock	21,275
Stock Option (Right to Buy) (NQ)	\$ 54.99						<u>(4)</u>	01/25/2021	Common Stock	31,317
Stock Option (Right to Buy) (NQ)	\$ 54.11	06/19/2014		M		5,000	<u>(5)</u>	01/24/2022	Common Stock	5,000
Stock Option (Right to Buy) (NQ)	\$ 48.36						<u>(6)</u>	01/23/2023	Common Stock	14,946
	\$ 72.39						<u>(7)</u>	01/21/2024		13,560

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Stock Common Option Stock (Right to

Buy) (NQ)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Richardson John S 605 RICHARD ARRINGTON JR. BLVD. NORTH BIRMINGHAM, AL 35203-2707

President of Subsidiary

Signatures

J.D. Woodruff, Attorney in Fact

06/23/2014

**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) The option became exercisable in three annual installments of 7,091, 7,092 and 7,092 on January 23, 2009, 2010 and 2011, respectively.
- (4) The option became exercisable in three equal annual installments of 10,439 each on January 26, 2012, 2013 and 2014, respectively.
- (5) The option becomes exercisable in three equal annual installments of 14,365 each on January 25, 2013, 2014 and 2015, respectively.
- (6) The option becomes exercisable in three equal annual installments of 4,982 each on January 24, 2014, 2015 and 2016, respectively.
- (7) The option becomes exercisable in three equal annual installments of 4,520 each on January 22, 2015, 2016 and 2017, respectively.
- (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$90.00 to \$90.16, inclusive. Full information regarding the number of shares sold at each separate price will be provided upon request.
- (9) Exercise or conversion of a derivative security.

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