

ENERGEN CORP
Form 4
June 06, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Porter Charles W

(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)
06/04/2014

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)
Vice President, CFO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock (ESP) | | | | | 70 | I | ESP ⁽¹⁾ |
| Common Stock (Deferred) | | | | | 850 ⁽²⁾ | D | |
| Common Stock (Restricted) | | | | | 4,155 | D | |
| Common Stock (RSU) | | | | | 4,367 | D | |
| | 06/04/2014 | | M | 3,335 A | 18,753 | D | |

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| | | | | | | | |
|-----------------|------------|--|---|--------|----------|------------|----------|
| Common Stock | | | | | \$ 60.56 | | |
| (same as above) | 06/04/2014 | | M | 12,045 | A | \$ 54.99 | 30,798 D |
| (same as above) | 06/04/2014 | | S | 15,380 | D | \$ 87.23 | 15,418 D |
| | | | | | | <u>(8)</u> | |

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

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Option (Right to Buy) (NQ) | \$ 60.56 | 06/04/2014 | | M | 3,335 | 01/23/2011 01/22/2018 | Common Stock 3,335 |
| Stock Option (Right to Buy) (NQ) | \$ 54.99 | 06/04/2014 | | M | 12,045 | <u>(3)</u> 01/25/2021 | Common Stock 12,045 |
| Stock Option (Right to Buy) (NQ) | \$ 54.11 | | | | | <u>(4)</u> 01/24/2022 | Common Stock 32,667 |
| Stock Option (Right to Buy) (NQ) | \$ 48.36 | | | | | <u>(5)</u> 01/23/2023 | Common Stock 12,078 |

| | | | | | |
|---|----------|-----|------------|-----------------|--------|
| Stock Option (Right to Buy) (NQ) | \$ 72.39 | (6) | 01/21/2024 | Common Stock | 11,307 |
|---|----------|-----|------------|-----------------|--------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Porter Charles W 605 RICHARD ARRINGTON JR. BLVD. NORTH BIRMINGHAM, AL 35203-2707 | | | Vice President, CFO | |

Signatures

J. D. Woodruff., Attorney
in Fact

06/06/2014

__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 equal annual installments of 8,030 each on January 26, 2012, 2013 and 2014, respectively.
- (4) The option becomes exercisable in three equal annual installments of 10,889 each on January 25, 2013, 2014 and 2015, respectively.
- (5) The option becomes exercisable in three equal annual installments of 4,026 each on January 24, 2014, 2015 and 2016, respectively.
- (6) The option becomes exercisable in three equal annual installments of 3,769 each on January 22, 2015, 2016 and 2017, respectively.
- (7) Exercise or conversion of a derivative security.
- (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$87.02 to \$87.45, inclusive. Full information regarding the number of shares sold at each separate price will be provided upon request.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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