ENERGEN CORP Form 4

January 24, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Common Stock

(Deferred)

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LYNCH RUSSELL E. JR. Issuer Symbol ENERGEN CORP [EGN] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 605 RICHARD ARRINGTON JR. 01/22/2014 below) BLVD. NORTH VP and Controller (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 Form filed by More than One Reporting **BIRMINGHAM, AL 35203-2707** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 1,603 Ι $(ESP)^{(1)}$ Stock (ESP) Common 01/22/2014 511 D A 511 (2) A Stock (RSU)

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

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1,536 (3)

D

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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)	Securities		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)	\$ 46.69						<u>(4)</u>	01/26/2020	Common Stock	2,750
Stock Option (Right to Buy) (NQ)	\$ 54.99						<u>(5)</u>	01/25/2021	Common Stock	2,923
Stock Option (Right to Buy) (NQ)	\$ 54.11						<u>(6)</u>	01/24/2022	Common Stock	5,019
Stock Option (Right to Buy) (NQ)	\$ 48.36						<u>(7)</u>	01/23/2023	Common Stock	1,812
Stock Option (Right to Buy) (NQ)	\$ 72.39	01/22/2014		A	1,323		(8)	01/21/2024	Common Stock	1,323

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

LYNCH RUSSELL E. JR. 605 RICHARD ARRINGTON JR. BLVD. NORTH BIRMINGHAM, AL 35203-2707

VP and Controller

Signatures

J.D. Woodruff, Attorney in Fact

01/24/2014

**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) Grant under Stock Incentive Plan; no purchase price.
- (3) Energen Corporation Deferred Compensation Plan; number of securities is estimated based on record keepers' unit accounting.
- (4) The option became exercisable in three annual installments of 916, 917, and 917 on January 27, 2011, 2012 and 2013, respectively.
- (5) The option became exercisable in three annual installments of 974, 974, and 975 on January 26, 2012, 2013, and 2014, respectively.
- (6) The option becomes exercisable in three equal annual installments of 1,673 each on January 25, 2013, 2014 and 2015, respectively.
- (7) The option becomes exercisable in three equal annual installments of 604 each on January 24, 2014, 2015 and 2016, respectively.
- (8) The option becomes exercisable in three equal annual installments of 441 each on January 22, 2015, 2016 and 2017, 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.

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