

LYNCH RUSSELL E. JR.

Form 4

August 27, 2018

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LYNCH RUSSELL E. JR.

(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)

08/23/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

VP and Controller

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)	08/24/2018		I	1,679.543 (1)	D \$ 77.39 0	I	(ESP)
Common Stock (Deferred)					1,260 (2)	D	
Common Stock	08/23/2018		S	2,233	D \$ 77.8 (5)	2,748	D
Common Stock (RSU)					3,705	D	

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

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(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. Pri Deriv Secur (Instr.
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) (NQ)	\$ 54.11					01/25/2015	01/24/2022	Common Stock	1,673	
Stock Option (Right to Buy) (NQ)	\$ 48.36					<u>(3)</u>	01/23/2023	Common Stock	1,812	
Stock Option (Right to Buy) (NQ)	\$ 72.39					<u>(4)</u>	01/21/2024	Common Stock	1,323	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LYNCH RUSSELL E. JR. 605 RICHARD ARRINGTON JR. BLVD. NORTH BIRMINGHAM, AL 35203-2707	VP and Controller

Signatures

John K. Molen,
Attorney Fact

08/27/2018

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 recordkeeper's unit accounting.
- (3) The option became exercisable in three equal annual installments of 604 each on January 24, 2014, 2015 and 2016, respectively.
- (4) The option became exercisable in three equal annual installments of 441 each on January 22, 2015, 2016 and 2017, respectively.

- The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$77.8000 to \$77.8005 per share, inclusive. The reporting person undertakes to provide to Energen Corporation, any security holder of Energen Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (5)

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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