**ENERGEN CORP** 

Form 4

January 26, 2017

# FORM 4

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

OMB 3235-0287 Number:

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

See Instruction

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

response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Godsey David A	2. Issuer Name <b>and</b> Ticker or Trading Symbol ENERGEN CORP [EGN]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle)	3. Date of Earliest Transaction	(Check all applicable)		
	(Month/Day/Year)	Director 10% Owner		
605 RICHARD ARRINGTON JR. BLVD NORTH	01/26/2017	X Officer (give title Other (specify below) Subsidiary's SVP - Exploration		
(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) (Z	Zip) Table	I - Non-Do	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D)	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)							229	I	ESP (1)
Common Stock (Deferred)							264 <u>(2)</u>	D	
Common Stock	01/26/2017		F	701	D	\$ 54.75	18,231 (5)	D	
Common Stock (RSU)							11,735 <u>(5)</u>	D	

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price Derivat Security (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) (NQ)	\$ 48.36					(3)	01/23/2023	Common Stock	5,097	
Stock Option (Right to Buy) (NQ)	\$ 72.39					<u>(4)</u>	01/21/2024	Common Stock	5,067	

## **Reporting Owners**

Reporting Owner Name / Address		Actationships			
	Director	10% Owner	Officer	Other	

Godsey David A 605 RICHARD ARRINGTON JR. BLVD NORTH BIRMINGHAM, AL 35203-2707

Subsidiary's SVP - Exploration

Dolotionchine

## **Signatures**

J.D. Woodruff, Attorney o1/26/2017 in Fact

\*\*Signature of Reporting Person Date

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## **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 becomes exercisable in three equal annual installments of 1,699 each on January 24, 2014, 2015, and 2016, respectively.
- (4) The option becomes exercisable in three equal annual installments of 1,689 each on January 22, 2015, 2016, and 2017, respectively.
- (5) On January 22, 2017, 1,958 restricted stock units vested, with 701 shares withheld for taxes on January 26, 2017.

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.