ENERGEN CORP Form 4

August 02, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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January 31, 2005

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

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obligations may continue.

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and A WOODRUF	_	Symbol		Ticker or Trading P [EGN]	5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First)	(Middle)	3 Date of	Earliest Tr	ansaction	(Chec	k all applica	ble)		
605 RICHAL BLVD. NOF	RD ARRIN	` '	(Month/Da 07/31/20	ay/Year)		Director 10% OwnerX Officer (give title Other (specif below) General Counsel and Secretary				
	(Street)		4. If Amer	ndment, Da	te Original	6. Individual or Jo	int/Group Fi	iling(Check		
BIRMINGH	AM, AL 35	203-2707	Filed(Mon	th/Day/Year)		Applicable Line) _X_ Form filed by C Form filed by M Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities Acq	quired, Disposed of	, or Benefic	ially Owned		
1.Title of	2. Transact	ion Date 2A. D	eemed	3.	4. Securities Acquired	5. Amount of	6.	7. Natu		

(City)	(State) (Zi	p) Table	I - Non-D)eri	ivative Se	ecurit	ies Acqui	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)	Code (Instr. 8	etion (3)	4. Securir (A) or Di (Instr. 3,	spose	d 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)						(-)		28,096	I	ESP (1)			
Common Stock (IRA)								1,500	D				
Common Stock								73,203	D				
Common Stock (Restricted)								1,567	D				
Common Stock	07/31/2013		A		12	A	\$ 59.89	644 (2)	D				

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(Deferred)

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

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SEC 1474 (9-02)

> 8. Pri Deriv Secur (Instr

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities	8 1 3 (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) (ISO)	\$ 21.375					01/28/2007	01/27/2014	Common Stock	4,678	
Stock Option (Right to Buy) (NQ)	\$ 21.375					01/28/2007	01/27/2014	Common Stock	882	
Stock Option (Right to Buy) (NQ)	\$ 46.45					(3)	01/23/2017	Common Stock	13,855	
Stock Option (Right to Buy) (NQ)	\$ 60.56					<u>(4)</u>	01/22/2018	Common Stock	12,100	
Stock Option (Right to Buy)	\$ 29.79					(5)	01/27/2019	Common Stock	31,921	

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(NQ)					
Stock Option (Right to Buy) (NQ)	\$ 46.69	<u>(6)</u>	01/26/2020	Common Stock	15,468
Stock Option (Right to Buy) (NQ)	\$ 54.99	<u>(7)</u>	01/25/2021	Common Stock	14,789
Stock Option (Right to Buy) (NQ)	\$ 54.11	<u>(8)</u>	01/24/2022	Common Stock	16,029
Stock Option (Right to Buy) (NQ)	\$ 48.36	(9)	01/23/2023	Common Stock	4,557

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

WOODRUFF J DAVID JR 605 RICHARD ARRINGTON JR. BLVD. NORTH BIRMINGHAM, AL 35203-2707

General Counsel and Secretary

Signatures

Russell E. Lynch, Jr., Attorney in Fact 08/02/2013

**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 4,618, 4,618 and 4,619 on January 24, 2008, 2009 and 2010, respectively.
- (4) The option became exercisable in three annual installments of 4,033, 4,033 and 4,034 on January 23, 2009, 2010 and 2011, respectively.
- (5) The option became exercisable in three annual installments of 10,640, 10,640 and 10,641 on January 28, 2010, 2011 and 2012, respectively.
- (6) The option became exercisable in three equal installments of 5,156 each on January 27, 2011, 2012 and 2013.

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- (7) The option becomes exercisable in three annual installments of 4,929, 4,930 and 4,930 on January 26, 2012, 2013 and 2014, respectively.
- (8) The option becomes exercisable in three equal annual installments of 5,343 each on January 25, 2013, 2014 and 2015, respectively.
- (9) The option becomes exercisable in three equal annual installments of 1,519 each on January 24, 2014, 2015 and 2016, respectively. 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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