

MCMANUS J T
Form 4
January 28, 2011

FORM 4

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

OMB APPROVAL

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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 *
MCMANUS J T

(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)
01/26/2011

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)
Chairman and CEO

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)					2,219	I	ESP ⁽¹⁾
Common Stock (Restricted)					0 ⁽¹⁰⁾	D	
Common Stock	01/26/2011		F	3,245 D	\$ 97,157 ⁽¹⁰⁾ 54.7	D	
Common Stock (Deferred)					1,828 ⁽²⁾	D	
					23,011	I	By wife

Common
Stock
(spouse)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy) (NQ)	\$ 46.45					<u>(3)</u> 01/23/2017	Common Stock 43,405
Stock Option (Right to Buy) (NQ)	\$ 55.08					<u>(4)</u> 06/22/2017	Common Stock 7,260
Stock Option (Right to Buy) (NQ)	\$ 60.56					<u>(5)</u> 01/22/2018	Common Stock 57,890
Stock Option (Right to Buy) (NQ)	\$ 29.79					<u>(6)</u> 01/27/2019	Common Stock 102,316
Stock Option (Right to Buy) (NQ)	\$ 46.69					<u>(7)</u> 01/26/2020	Common Stock 80,069

Stock Option (Right to Buy) (NQ)	\$ 54.99	01/26/2011	A	97,698	(8)	01/25/2021	Common Stock	97,698
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCMANUS J T 605 RICHARD ARRINGTON JR. BLVD. NORTH BIRMINGHAM, AL 35203-2707	X		Chairman and CEO	

Signatures

J. D. Woodruff, Attorney
in Fact

01/28/2011

__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 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 14,468, 14,468 and 14,469 on January 24, 2008, 2009 and 2010, respectively.
 - (4) The option became exercisable in three equal annual installments of 2,420 each on June 23, 2008, 2009, and 2010.
 - (5) The option becomes exercisable in three annual installments of 19,296, 19,297 and 19,297 on January 23, 2009, 2010 and 2011, respectively.
 - (6) The option becomes exercisable in two equal annual installments of 51,158 each on January 28, 2011 and 2012, respectively.
 - (7) The option becomes exercisable in three annual installments of 26,698, 26,690 and 26,690 on January 27, 2011, 2012 and 2013, respectively.
 - (8) The option becomes exercisable in three equal annual installments of 32,566 each on January 26, 2012, 2013 and 2014, respectively.
 - (9) Grant under Incentive Stock Plan; no purchase price.
 - (10) 3,245 shares were withheld for taxes on vesting of 8,000 shares of restricted stock.

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.