

Richardson John S  
Form 4  
September 05, 2012

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Richardson John S

(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)  
08/31/2012

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)  
President of Subsidiary

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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock (ESP)					7,590	I	ESP <sup>(1)</sup>
Common Stock (Restricted)					3,125	D	
Common Stock	08/01/2012		G	V 600 D <u>9</u>	35,196	D	
(same as above)	09/04/2012		F	297 D \$ 51.45	35,935 <sup>(10)</sup>	D	
Common Stock	08/31/2012		A	38 A \$ 51.05	4,448 <sup>(2)</sup> <sup>(10)</sup>	D	

(Deferred)

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. Price of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) (NQ)	\$ 46.45					(3) 01/23/2017	Common Stock	13,855	
Stock Option (Right to Buy) (NQ)	\$ 60.56					(4) 01/22/2018	Common Stock	21,275	
Stock Option (Right to Buy) (NQ)	\$ 29.79					(5) 01/27/2019	Common Stock	36,308	
Stock Option (Right to Buy) (NQ)	\$ 46.69					(6) 01/26/2020	Common Stock	32,236	
Stock Option (Right to Buy)	\$ 54.99					(7) 01/25/2021	Common Stock	31,317	

(NQ)

Stock

Option

(Right to Buy) \$ 54.11

(NQ)

(8)

01/24/2022

Common  
Stock

43,095

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Richardson John S 605 RICHARD ARRINGTON JR. BLVD. NORTH BIRMINGHAM, AL 35203-2707			President of Subsidiary	

## Signatures

Marvell Bivins, Jr., Attorney  
in Fact

09/05/2012

\*\*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 7,091, 7,092 and 7,092 on January 23, 2009, 2010 and 2011, respectively.
- (5) The option became exercisable in installments of 15,872 on January 28, 2011, and 20,436 on January 28, 2012.
- (6) The option becomes exercisable in three annual installments of 10,745, 10,745 and 10,746 on January 27, 2011, 2012 and 2013, respectively.
- (7) The option becomes exercisable in three equal annual installments of 10,439 each on January 26, 2012, 2013 and 2014, respectively.
- (8) The option becomes exercisable in three equal annual installments of 14,365 each on January 25, 2013, 2014 and 2015, respectively.
- (9) Gift; no sales or purchase price.
- (10) On September 4, 2012, 1,036 shares were distributed from the deferred account with 297 shares withheld for taxes.

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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