

ENERGEN CORP
Form 4
February 16, 2017

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

OMB
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(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)
02/15/2017

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)

President of Subsidiary

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock (Deferred)				(A) or (D)			
			Code	V	Amount		Price
Common Stock (Deferred)					500 (2)	D	
Common Stock (ESP)					8,034	I	ESP (1)
Common Stock					12,261	I	GRAT 2
Common Stock					16,026	I	GRAT 1
Common Stock	02/15/2017		S	3,733	D	\$	38,759
							57.11

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(8)

Common
Stock
(RSU)

56,199

D

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 Deriva Securit (Instr. 3)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) (NQ)	\$ 60.56							<u>(3)</u>	01/22/2018	Common Stock	21,275
Stock Option (Right to Buy) (NQ)	\$ 54.99							<u>(4)</u>	01/25/2021	Common Stock	31,317
Stock Option (Right to Buy) (NQ)	\$ 54.11							<u>(5)</u>	01/24/2022	Common Stock	38,095
Stock Option (Right to Buy) (NQ)	\$ 48.36							<u>(6)</u>	01/23/2023	Common Stock	14,946

Stock				
Option				
(Right to Buy)	\$ 72.39	(7)	01/21/2024	Common Stock 13,560
(NQ)				

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

J.D. Woodruff, Attorney
in Fact 02/16/2017

__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 7,091, 7,092 and 7,092 on January 23, 2009, 2010 and 2011, respectively.
 - (4) The option became exercisable in three equal annual installments of 10,439 each on January 26, 2012, 2013 and 2014, respectively.
 - (5) The option became exercisable in annual installments of 9,365, 14,365, and 14,365 on January 25, 2013, 2014 and 2015, respectively.
 - (6) The option became exercisable in three equal annual installments of 4,982 each on January 24, 2014, 2015 and 2016, respectively.
 - (7) The option became exercisable in three equal annual installments of 4,520 each on January 22, 2015, 2016 and 2017, respectively.
 - (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.09 to \$57.14, inclusive. Full information regarding the number of shares sold at each separate price will be provided upon request.

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