

REYNOLDS D C
Form 4
February 02, 2012

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 *
REYNOLDS D C

(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)
01/31/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify 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 (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock (ESP)					31,875	I	ESP ⁽¹⁾
Common Stock (Deferred)	01/31/2012		A	12	\$ 48.17	A	15,142 ⁽²⁾
Common Stock (Brokerage Acct. 1)					14,112	D	
Common Stock (IRA)					208	D	

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Common Stock (Wife's IRA)	208	I	IRA (Wife)
Common Stock	40,342	I	GRAT
Common Stock	20,205	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 of Derivative Security (Instr. 3)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Option (Right to Buy) (NQ)	\$ 46.45					(3)	01/23/2017	Common Stock	15,070
Stock Option (Right to Buy) (NQ)	\$ 60.56					(4)	01/22/2018	Common Stock	13,080
Stock Option (Right to Buy) (NQ)	\$ 29.79					(5)	01/27/2019	Common Stock	11,356
Stock Option	\$ 46.49					(6)	01/26/2020	Common Stock	13,224

(Right to Buy)
(NQ)

Stock Option

(Right to Buy) \$ 54.99
(NQ)

(7) 01/25/2021 Common Stock 12,366

Stock Option

(Right to Buy) \$ 54.11
(NQ)

(8) 01/24/2022 Common Stock 12,930

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

REYNOLDS D C
605 RICHARD ARRINGTON, JR. BLVD. NORTH
BIRMINGHAM, AL 35203-2707

President of Subsidiary

Signatures

J.D. Woodruff, Attorney
in Fact

02/02/2012

__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 5,023, 5,023 and 5,024 on January 24, 2008, 2009 and 2010, respectively.
- (4) The option became exercisable in three equal annual installments of 4,360, each on January 23, 2009, 2010 and 2011, respectively.
- (5) The option became exercisable on January 28, 2012.
- (6) The option becomes exercisable in three equal installments of 4,408 each on January 27, 2011, 2012 and 2013.
- (7) The option becomes exercisable in three equal annual installments of 4,122 each on January 26, 2012, 2013 and 2014, respectively.
- (8) The option becomes exercisable in three equal annual installments of 4,310 each on January 25, 2013, 2014 and 2015, 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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