

WOODRUFF J DAVID JR
Form 4
September 02, 2009

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WOODRUFF J DAVID JR

(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)
08/31/2009

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)

General Counsel and Secretary

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock (ESP)				(A) or (D)	26,396	I	ESP ⁽¹⁾
Common Stock (Deferred)	08/31/2009		A	8	A \$ 41.99	125 ⁽²⁾	D
Common Stock (IRA)					1,500	D	
Common Stock					71,684	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. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) (ISO)	\$ 13.7188					(3)	10/24/2010	Common Stock	7,700	
Stock Option (Right to Buy) (NQ)	\$ 13.7188					(3)	10/24/2010	Common Stock	16,800	
Stock Option (Right to Buy) (ISO)	\$ 11.315					10/24/2004	10/23/2011	Common Stock	3,600	
Stock Option (Right to Buy) (ISO)	\$ 14.855					01/29/2006	01/28/2013	Common Stock	6,730	
Stock Option (Right to Buy) (NQ)	\$ 14.855					01/29/2006	01/28/2013	Common Stock	4,810	
Stock Option	\$ 21.375					01/28/2007	01/27/2014	Common Stock	4,678	

(Right to
Buy)
(ISO)

Stock
Option

(Right to \$ 21.375
Buy)
(NQ)

01/28/2007

01/27/2014

Common
Stock

882

Stock
Option

(Right to \$ 46.45
Buy)
(NQ)

(4)

01/23/2017

Common
Stock

13,855

Stock
Option

(Right to \$ 60.56
Buy)
(NQ)

(5)

01/22/2018

Common
Stock

12,100

Stock
Option

(Right to \$ 29.79
Buy)
(NQ)

(6)

01/27/2019

Common
Stock

31,921

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

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

General Counsel and Secretary

Signatures

J. D. Woodruff, Attorney
in Fact

09/01/2009

**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 equal annual installments on October 25, 2001, 2002 and 2003.

(4) The option becomes exercisable in three annual installments of 4,618, 4,618 and 4,619 on January 24, 2008, 2009 and 2010, respectively.

(5) The option becomes exercisable in three annual installments of 4,033, 4,033 and 4,034 on January 23, 2009, 2010 and 2011, respectively.

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- (6) The option becomes exercisable in three annual installments of 10,640, 10,640 and 10,641 on January 28, 2010, 2011 and 2012, 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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