WOODRUFF J DAVID JR

Form 4 May 03, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WOODRUFF J DAVID JR			2. Issuer Name and Ticker or Trading Symbol ENERGEN CORP [EGN]				g	5. Relationship of Reporting Person(s) to Issuer			
	(Mon			3. Date of Earliest Transaction (Month/Day/Year) 04/29/2011				(Check all applicable) Director 10% Owner _X_ Officer (give title Other (specify below) General Counsel and Secretary			
BIRMINGH	(Street) AM, AL 3520	4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Clark Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					rson				
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Ye	ear) Executi any	emed ion Date, if n/Day/Year)	Code (Instr. 8)	4. Securi or(A) or Do (Instr. 3,	ispose	d of (D)	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)						, ,		27,079	I	ESP (1)	
Common Stock (Deferred)	04/29/2011			A	9	A	\$ 65.01	294 (2)	D		
Common Stock (IRA)								1,500	D		
Common Stock								66,203	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	of			Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secui (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
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) (ISO)	\$ 21.375					01/28/2007	01/27/2014	Common Stock	4,678	
Stock Option (Right to Buy) (NQ)	\$ 21.375					01/28/2007	01/27/2014	Common Stock	882	
Stock Option (Right to Buy) (NQ)	\$ 46.45					(3)	01/23/2017	Common Stock	13,855	
Stock Option	\$ 60.56					<u>(4)</u>	01/22/2018	Common Stock	12,100	

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(Right to Buy) (NQ)					
Stock Option (Right to Buy) (NQ)	\$ 29.79	<u>(5)</u>	01/27/2019	Common Stock	31,921
Stock Option (Right to Buy) (NQ)	\$ 46.69	<u>(6)</u>	01/26/2020	Common Stock	15,468
Stock Option (Right to Buy) (NQ)	\$ 54.99	<u>(7)</u>	01/25/2021	Common Stock	14,789

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

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

General Counsel and Secretary

Signatures

Russell E. Lynch, Jr., Attorney o5/02/2011

**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 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 4,033, 4,033 and 4,034 on January 23, 2009, 2010 and 2011, respectively.
- (5) The option becomes exercisable in three annual installments of 10,640, 10,640 and 10,641 on January 28, 2010, 2011 and 2012, respectively.
- (6) The option becomes exercisable in three equal installments of 5,156 each on January 27, 2011, 2012 and 2013.
- (7) The option becomes exercisable in three annual installments of 4,929, 4,930 and 4,930 on January 26, 2012, 2013 and 2014, 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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