

Porter Charles W
Form 4
March 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 *
Porter Charles W

(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)
02/29/2012

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)
Vice President, CFO

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock (ESP) | | | | | 1,605 | I | ESP ⁽¹⁾ |
| Common Stock | | | | | 17,998 | D | |
| Common Stock (Deferred) | 02/29/2012 | | A | 14 A | \$ 53.23 471 ⁽²⁾ | 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)

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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) | \$ 60.56 | | | | | (3) | 01/22/2018 | Common Stock | 13,025 |
| Stock Option (Right to Buy) (NQ) | \$ 29.79 | | | | | (4) | 01/27/2019 | Comon Stock | 45,201 |
| Stock Option (Right to Buy) (NQ) | \$ 46.69 | | | | | (5) | 01/26/2020 | Common Stock | 24,697 |
| Stock Option (Right to Buy) (NQ) | \$ 54.99 | | | | | (6) | 01/25/2021 | Common Stock | 24,090 |
| Stock Option (Right to Buy) (NQ) | \$ 54.11 | | | | | (7) | 01/24/2022 | Common Stock | 32,667 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Porter Charles W
605 RICHARD ARRINGTON JR. BLVD. NORTH
BIRMINGHAM, AL 35203-2707

Vice President, CFO

Signatures

J.D. Woodruff, Attorney
in Fact 03/02/2012

__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 4,341, 4,342 and 4,342 on January 23, 2009, 2010 and 2011, respectively.
- (4) The option became exercisable in three equal annual installments of 15,067 each on January 28, 2010, 2011 and 2012, respectively.
- (5) The option becomes exercisable in three annual installments of 8,232, 8,232 and 8,233 on January 27, 2011, 2012 and 2013, respectively.
- (6) The option becomes exercisable in three equal annual installments of 8,030 each on January 26, 2012, 2013 and 2014, respectively.
- (7) The option becomes exercisable in three equal annual installments of 10,889 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.