

ENERGEN CORP  
Form 4  
January 26, 2017

**FORM 4**

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

OMB APPROVAL

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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

(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)  
01/26/2017

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)					134	I	ESP <sup>(1)</sup>
Common Stock (Deferred)					948 <sup>(2)</sup>	D	
Common Stock	01/26/2017		F	1,434 D	\$ 54.75 28,304 <sup>(7)</sup>	D	
Common Stock (RSU)					36,527 <sup>(7)</sup>	D	

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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) (NQ)	\$ 54.99					<u>(3)</u>	01/25/2021	Common Stock	12,045
Stock Option (Right to Buy) (NQ)	\$ 54.11					<u>(4)</u>	01/24/2022	Common Stock	16,333
Stock Option (Right to Buy) (NQ)	\$ 48.36					<u>(5)</u>	01/23/2023	Common Stock	12,078
Stock Option (Right to Buy) (NQ)	\$ 72.39					<u>(6)</u>	01/21/2024	Common Stock	11,307

## Reporting Owners

Reporting Owner Name / Address

Relationships

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

01/26/2017

\_\_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 two annual installments of 4,015 and 8,030 on January 26, 2013 and 2014, respectively.
- (4) The option became exercisable in two annual installments of 5,444 and 10,889 each on January 25, 2014 and 2015, respectively.
- (5) The option becomes exercisable in three equal annual installments of 4,026 on January 24, 2014, 2015 and 2016, respectively.
- (6) The option becomes exercisable in three equal annual installments of 3,769 each on January 22, 2015, 2016 and 2017, respectively.
- (7) On January 22, 2017, 4,367 restricted stock units vested, with 1,434 shares withheld for taxes on January 26, 2017.

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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