

REYNOLDS D C
Form 4/A
December 29, 2004

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)
12/22/2004

4. If Amendment, Date Original Filed(Month/Day/Year)
12/27/2004

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

President of Subsidiary

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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| Common Stock (ESP) | | | | | 13,870 | I | ESP ⁽¹⁾ |
| Common Stock (Deferred) | | | | | 6,531 ⁽²⁾ | D | |
| Common Stock (Jt Ten - Brokerage Acct.) | 12/22/2004 | | F | 1,056 ⁽³⁾ D \$ 58.55 | 16,854 ⁽³⁾ | D | |
| | | | | | 104 | D | |

| | | | |
|---------------------------|--------|---|------------------------|
| Common Stock (IRA) | | | |
| Common Stock (Wife's IRA) | 104 | I | IRA (Wife) |
| Common Stock | 17,081 | D | |
| Common Stock | 196 | I | Custodian for Daughter |
| Common Stock | 2,374 | I | Custodian for Son |

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 or Value of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) (NQ) | \$ 18.25 | | | | | (4) | 11/24/2007 | Common Stock | 3,566 |
| Stock Option (Right to Buy) (ISO) | \$ 18.25 | | | | | (5) | 11/24/2007 | Common Stock | 3,390 |

| | | | | | |
|--|------------|------------|------------|-----------------|-------|
| Stock Option (Right to Buy) (ISO) | \$ 27.4375 | <u>(6)</u> | 10/24/2010 | Common Stock | 9,000 |
| Stock Option (Right to Buy) (NQ) | \$ 27.4375 | <u>(7)</u> | 10/24/2010 | Common Stock | 1,000 |
| Stock Option (Right to Buy) (NQ) | \$ 22.63 | 10/24/2004 | 10/23/2011 | Common Stock | 1,142 |
| Stock Option (Right to Buy) (ISO) | \$ 22.63 | 10/24/2004 | 10/23/2011 | Common Stock | 4,418 |
| Stock Option (Right to Buy) (NQ) | \$ 29.71 | 01/29/2006 | 01/28/2013 | Common Stock | 4,135 |
| Stock Option (Right to Buy) (ISO) | \$ 29.71 | 01/29/2006 | 01/28/2013 | Common Stock | 3,365 |
| Stock Option (Right to Buy) (ISO) | \$ 42.75 | 01/28/2007 | 01/27/2014 | Common Stock | 2,339 |
| Stock Option (Right to Buy) (NQ) | \$ 42.75 | 01/28/2007 | 01/27/2014 | Common Stock | 921 |

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

G. C. Ketcham, Attorney
in Fact 12/29/2004

 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) When this transaction was originally filed on December 27, 2004, the number of securities disposed of was incorrectly reported as 869. The correct number of securities disposed of is 1,056, leaving 16,854 Securities Beneficially Owned Following the Reported Transaction.
- (4) The option became exercisable in three annual installments of 1,188, 1,188 and 1,190 on November 25, 1998, 1999 and 2000, respectively.
- (5) The option became exercisable in three equal annual installments on November 25, 1998, 1999 and 2000.
- (6) The option became exercisable in three equal annual installments on October 25, 2001, 2002 and 2003.
- (7) The option became exercisable in three annual installments of 333, 333 and 334 on October 25, 2001, 2002 and 2003, 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.