MCMANUS J T Form 4 October 02, 2002

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287 Expires: January 31, 2005

Estimated average burden hours per response. . .0.5

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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

OMB APPROVAL

1. Name and Address of		. Issuer N C GN	am	e and Tick	er or T	Pe	6. Relationship of Reporting Person(s)					
McManus, James T. (Last) (Fir 605 Richard Arringto	0	. I.R.S. Ic f Reporting an entity	ng F		umber	Mon	tatement for ath/Day/Year 0/02	10 X	o Issuer (Check all applicable) _ Director _ 0% Owner _ Officer (give title below) _ Other (specify below)			
									<u>R</u> (s)	resident and esources Cou ubsidiary of orporation)		
(St							Amendment,		7. Individual or Joint/Group Filing			
Birmingham, Alabam	07						e of Original nth/Day/Year)	<u>X</u> Pe	Check Applicable Line) ∠ Form filed by One Reporting Person _ Form filed by More than One			
									Reporting Person			
(City) (S)	Tabl		Non-Der	ivativ	e Secu	Securities Acquired, Disposed of, or Beneficially Owned					
1. Title of Security	2. Trans-	2A. Deemed	3. Tran	s-	Securiti			5. Amount of		6. Owner-	7. Nature of	
(Instr. 3)	action	Execution	action		(A) or Disposed of		of (D)	Securities		ship Form:	Indirect	
	Date	Date,	Code		(Instr. 3, 4 & 5)			Beneficially		Direct (D)	Beneficial	
	(Month/	if any	(Instr. 8					Owned Follow-		or Indirect	Ownership	
	Day/ Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		(I) (Instr. 4)	(Instr. 4)	
Common Stock (ESP)									9,635	I	(1)	
Common Stock (Restricted)									7,310	D		
Common Stock									11,286	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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	2. Conver-		3A.	4.	ľ	5.		6. Date Exerc						10.	11. Nature
Derivative			Deemed	Trans-				and Expiration	n			Derivative			of Indirect
Security		action	Execution			of		Date		Underlying					Beneficial
	Price of	Date	Date,	Code		Der	ivati	(MeIonth/Day/		Securities		(Instr. 5)	-		Ownership
(Instr. 3)	Derivative		if any		,	Seci	uriti	X ear)		(Instr. 3 & 4)			Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	4	Acq	uire	d					Following	ative	
		Day/	Day/	8)	((A)	or						Reported	Security:	
		Year)	Year)		1	Disp	pose	d					Transaction(s)	Direct	
					(of (l	D)						(Instr. 4)	(D)	
													(======================================	or	
						(Ins	tr.							Indirect	
					1	3, 4	&							(I)	
						5)								(Instr. 4)	
				α	_	- /	(D)	D 4	г .	T'41	I	1			
				Code	V	(A)			Expira-	Title	Amount				
									tion		or				
									Date		Number				
											of				
					4						Shares				
Stock													21,998	D	
Options															
(as															
previously															
reported)															
Deferred	1 for 1	9/30/02		A		10				Common	10		18,702	D	
Shares (2)										Stock					
I	I	I	I										I		

Explanation of Responses:

- (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 shares and securities are estimates based on recordkeepers' unit accounting.

By: /s/ J. D. Woodruff, Attorney in Fact 10/02/2002
Date

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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^{**}Signature of Reporting Person

^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).