

Fairbairn Malcolm
Form 4
January 02, 2018

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 *
NINA FAIRBAIRN
IRREVOCABLE TRUST
SEPTEMBER 30, 2011

(Last) (First) (Middle)

10 ORINDA VIEW ROAD

(Street)

ORINDA, CA 94563

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Energen Corp [WATT]

3. Date of Earliest Transaction (Month/Day/Year)
12/28/2017

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)
Former 10% Owner

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 12/28/2017 | | J ⁽¹⁾ | | 133,333 | D | (1) 0 |
| Common Stock | 12/28/2017 | | J ⁽²⁾ | | 133,333 | D | (2) 2,066,918 |
| Common Stock | 12/28/2017 | | J ⁽³⁾ | | 133,333 | D | (3) 530,462 |

See footnote (2)
See footnote (3)

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

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|------------------|
| | Director | 10% Owner | Officer | Other |
| NINA FAIRBAIRN IRREVOCABLE TRUST SEPTEMBER 30, 2011 10 ORINDA VIEW ROAD ORINDA, CA 94563 | | | | Former 10% Owner |
| Fairbairn Malcolm 10 ORINDA VIEW ROAD ORINDA, CA 94563 | | | | Former 10% Owner |
| FAIRBAIRN EMILY 10 ORINDA VIEW ROAD ORINDA, CA 94563 | | | | Former 10% Owner |

Signatures

| | |
|--|------------|
| NINA FAIRBAIRN IRREVOCABLE TRUST SEPTEMBER 30, 2011 By: /s/ Malcolm Fairbairn Name: Malcolm Fairbairn Title: Trustee | 01/02/2018 |
| __Signature of Reporting Person | Date |
| MALCOLM P. FAIRBAIRN /s/ Malcolm Fairbairn | 01/02/2018 |
| __Signature of Reporting Person | Date |
| EMILY FAIRBAIRN /s/Emily Fairbairn | 01/02/2018 |
| __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).

On December 28, 2017, the Nina Fairbairn Irrevocable Trust September 30, 2011 (the "Trust") transferred 133,333 shares of common

(1) stock of Energous Corporation, a Delaware corporation (the "Issuer"), to a beneficiary of the Trust. After the transfer, the Trust is no longer a 10% owner of the Issuer.

(2) Malcolm Fairbairn is a trustee of the Trust. After the above transfer, Malcolm Fairbairn is no longer a 10% owner of the Issuer.

(3) Emily Fairbairn is a trustee of the Trust. After the above transfer, Emily Fairbairn is no longer a 10% owner of the Issuer.

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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