

SOUTHERN CO
Form 4
February 13, 2015

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 *
WOMACK CHRISTOPHER C

(Last) (First) (Middle)

30 IVAN ALLEN JR. BLVD., NW

(Street)

ATLANTA, GA 30308

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SOUTHERN CO [SO]

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2015

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)
EVP & Pres. External Affairs

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
Southern Company Common Stock ⁽¹⁾ ₍₂₎	02/12/2015		M		13,238	A	\$ 36.42
					24,316.3596	D	
Southern Company Common Stock ⁽¹⁾ ₍₂₎	02/12/2015		S		13,238	D	\$ 46.5954
					11,078.3596	D	
Southern Company	02/12/2015		M		12,680	A	\$ 35.78
					23,758.3596	D	

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Common
Stock (1)
(2)

Southern
Company
Common
Stock (1)
(2)

02/12/2015 S 12,680 D \$ 46.5954 11,078.3596 D

Southern
Company
Common
Stock (1)
(2)

02/12/2015 M 46,008 A \$ 31.39 57,086.3596 D

Southern
Company
Common
Stock (1)
(2)

02/12/2015 S 46,008 D \$ 46.5954 11,078.3596 D

Southern
Company
Common
Stock (1)
(2)

02/12/2015 M 12,556 A \$ 31.17 23,634.3596 D

Southern
Company
Common
Stock (1)
(2)

02/12/2015 S 12,556 D \$ 46.5954 11,078.3596 D

Southern
Company
Common
Stock

2,069.2429 I 401K

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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3, 4,
and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option Right to Buy			\$ 36.42	02/12/2015	M	13,238	02/19/2008 02/19/2017	Southern Company Common Stock	13,238
Option Right to Buy			\$ 35.78	02/12/2015	M	12,680	02/18/2009 02/18/2018	Southern Company Common Stock	12,680
Option Right to Buy			\$ 31.39	02/12/2015	M	46,008	02/16/2010 02/16/2019	Southern Company Common Stock	46,008
Option Right To Buy			\$ 31.17	02/12/2015	M	12,556	02/15/2011 02/15/2020	Southern Company Common Stock	12,556

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOMACK CHRISTOPHER C 30 IVAN ALLEN JR. BLVD., NW ATLANTA, GA 30308			EVP & Pres. External Affairs	

Signatures

/s/ Patricia L. Roberts, Attorney-in-Fact for Christopher C. Womack

02/13/2015

__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) Options vest 33% per year on the anniversary of the grant date.

(2) Includes the right to have shares withheld upon exercise to satisfy tax withholding obligations.

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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