

SOUTHERN CO
Form 4
November 10, 2014

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 *
Lantrip Mark

(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)
11/07/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
President & CEO, SCS

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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 or Price		
Southern Company Common Stock	11/07/2014		M		10,167 A \$ 33.81	10,966.3087	D
Southern Company Common Stock	11/07/2014		S		10,167 D \$ 47.062	799.3087	D
Southern Company Common Stock	11/07/2014		M		10,612 A \$ 36.42	11,411.3087	D

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Southern Company Common Stock	11/07/2014	S	10,612	D	\$ 47.062	799.3087	D	
Southern Company Common Stock	11/07/2014	M	14,411	A	\$ 35.78	15,210.3087	D	
Southern Company Common Stock	11/07/2014	S	14,411	D	\$ 47.062	799.3087	D	
Southern Company Common Stock	11/07/2014	M	28,395	A	\$ 31.39	29,194.3087	D	
Southern Company Common Stock	11/07/2014	S	28,395	D	\$ 47.062	799.3087	D	
Southern Company Common Stock	11/07/2014	M	32,204	A	\$ 31.17	33,003.3087	D	
Southern Company Common Stock	11/07/2014	S	32,204	D	\$ 47.062	799.3087	D	
Southern Company Common Stock						4,904.5131	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 <u>(1)</u> <u>(2)</u>	\$ 33.81	11/07/2014	M			10,167	02/20/2007	02/20/2016	Southern Company Common Stock	10,167
Option Right to Buy <u>(1)</u> <u>(2)</u>	\$ 36.42	11/07/2014	M			10,612	02/19/2008	02/19/2017	Southern Company Common Stock	10,612
Option Right to Buy <u>(1)</u> <u>(2)</u>	\$ 35.78	11/07/2014	M			14,411	02/18/2009	02/18/2018	Southern Company Common Stock	14,411
Option Right to Buy <u>(1)</u> <u>(2)</u>	\$ 31.39	11/07/2014	M			28,395	02/16/2010	02/16/2019	Southern Company Common Stock	28,395
Option Right To Buy <u>(1)</u> <u>(2)</u>	\$ 31.17	11/07/2014	M			32,204	02/15/2011	02/15/2020	Southern Company Common Stock	32,204

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lantrip Mark 30 IVAN ALLEN JR. BLVD., NW ATLANTA, GA 30308			President & CEO, SCS	

Signatures

/s/ Patricia L. Roberts, Attorney-in-Fact for Mark
Lantrip

11/10/2014

__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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