

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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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 \*  
**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 <sup>(1)</sup> <sub>(2)</sub>	02/12/2015		M		13,238	A	\$ 36.42
					24,316.3596	D	
Southern Company Common Stock <sup>(1)</sup> <sub>(2)</sub>	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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