Day Ed VI Form 4 April 26, 2012

## FORM 4

#### **OMB APPROVAL**

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Day Ed VI Symbol

(Middle)

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer

SOUTHERN CO [SO]

(Check all applicable)

30 IVAN ALLEN JR. BLVD., NW

(First)

3. Date of Earliest Transaction

(Month/Day/Year)

Director 10% Owner Other (specify \_X\_\_ Officer (give title

04/26/2012

below) President and CEO, MPC

(Street) 4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

ATLANTA, GA 30308

| (City)                                 | (State)                              | (Zip) Tab   | le I - Non-l  | Derivative    | Secur     | rities Acquir  | ed, Disposed of,   | or Beneficiall  | y Owned |
|--|--------------------------------------|---|---|---------------|-----------|--|--|---|---------|
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) |               |           | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |         |
| Southern<br>Company<br>Common<br>Stock | 04/26/2012                           |   | Code V  M   | Amount 21,868 | or<br>(D) | Price \$ 32.7  | (Instr. 3 and 4)<br>21,868                               | D   |         |
| Southern<br>Company<br>Common<br>Stock | 04/26/2012                           |   | S   | 21,868        | D         | \$<br>45.5138  | 0  | D   |         |
| Southern<br>Company<br>Common<br>Stock | 04/26/2012                           |   | M   | 14,158        | A         | \$ 31.17   | 14,158   | D   |         |

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| Southern<br>Company<br>Common<br>Stock | 04/26/2012 | S | 14,158 | D | \$<br>45.5138 | 0          | D |      |
|--|------------|---|--------|---|---------------|------------|---|------|
| Southern<br>Company<br>Common<br>Stock |            |   |        |   |               | 4,758.6122 | I | 401K |

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.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of onDerivative 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) |                                     |
|---|---|--------------------------------------|---|--|---|--|--------------------|---|-------------------------------------|
|   |   |                                      |   | Code V                                 | (A) (D)   | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Option Right to Buy (1) (2)                         | \$ 32.7   | 04/26/2012                           |   | M                                      | 21,868  | 02/18/2006   | 02/18/2015         | Southern<br>Company<br>Common<br>Stock                        | 21,868                              |
| Option Right To Buy (1) (2)                         | \$ 31.17  | 04/26/2012                           |   | M                                      | 14,158  | 02/15/2011   | 02/15/2020         | Southern<br>Company<br>Common<br>Stock                        | 14,158                              |

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## **Reporting Owners**

| Reporting Owner Name / Address |          |           | Relationships          |       |  |
|--------------------------------|----------|-----------|------------------------|-------|--|
|                                | Director | 10% Owner | Officer                | Other |  |
| Day Ed VI                      |          |           |                        |       |  |
| 30 IVAN ALLEN JR. BLVD., NW    |          |           | President and CEO, MPC |       |  |
| ATLANTA, GA 30308              |          |           |                        |       |  |

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## **Signatures**

/s/ Patricia L. Roberts, Attorney-in-Fact for Ed Day, VI

04/26/2012

\*\*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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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