Wilson Anthony L Form 4 February 15, 2019

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading

Form 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

Symbol

1(b).

(Print or Type Responses)

Wilson Anthony L

1. Name and Address of Reporting Person *

| · | | | • | SOUTHERN CO [SO] | | | | | (Check all applicable) | | | |
|---|--------------------------------|--|--------------------------------------|---|--|------------------------------|--|--|--|---|--|--|
| (Last) (First) (Middle) 30 IVAN ALLEN JR. BLVD., NW | | | (Month/D | 3. Date of Earliest Transaction (Month/Day/Year) 02/13/2019 | | | | | Director 10% Owner X Officer (give title Other (specify below) Pres & CEO, Mississippi Power | | | |
| ATLANTA | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (State) | (Zip) | Tabl | le I - Non-D | erivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction (Month/Day/Y | ear) Execut any | eemed ion Date, if n/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securi on(A) or Do (Instr. 3, | ispose 4 and (A) or | d of (D) | 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) | | |
| Southern Company Common Stock (1) | 02/13/2019 | | | M | 1,767 | A | \$ 0 | 29,887 | D | | | |
| Southern Company Common Stock (2) | 02/13/2019 | | | F | 697 | D | \$ 49.22 | 29,190 | D | | | |
| Southern Company Common Stock | | | | | | | | 17,041.5432 | I | By 401(k) Trustee | | |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 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. Transactic Code (Instr. 8) | 5. Number op for 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) | | 1 |
|---|---|---|---|--|---|--|--------------------|---|--|---|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Performance Restricted Stock Units | \$ 0 | 02/13/2019 | | M | 1,604 | (3) | (3) | Southern Company Common Stock | 1,604 | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wilson Anthony L 30 IVAN ALLEN JR. BLVD., NW ATLANTA, GA 30308

Pres & CEO, Mississippi Power

Signatures

/s/ Marcia R. DeMar, Attorney-in-Fact for Anthony L. Wilson

02/15/2019

**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) Shares acquired upon vesting of second 1/3 of performance restricted stock units granted on February 13, 2017. The Compensation and Management Succession Committee certified performance on February 13, 2018. Includes 163 accrued dividend equivalent units.
- (2) Shares withheld to satisfy required state and federal tax withholding requirements.
- (3) Represents performance restricted stock units granted on February 13, 2017. The remaining portion of the award will vest in 2020. Each performance restricted stock unit represents the right to receive, at settlement, one share of common stock. Additional units will be

Reporting Owners 2

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acquired with deemed dividends. Shares will be withheld upon vesting to satisfy tax requirements.

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