

SOUTHERN CO  
Form 3  
March 03, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Lantrip Mark                            |         | (Month/Day/Year)                     | SOUTHERN CO [SO]   |  |
| (Last)                                    | (First) | (Middle)                             | 03/01/2014   |  |
| 30 IVAN ALLEN JR. BLVD., NW               |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| ATLANTA,Â GAÂ 30308                       |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | President & CEO, SCS   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4)              | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|---|--|---|
| Southern Company Common Stock                | 3,998   | D  | Â   |
| Southern Company Common Stock <sup>(1)</sup> | 771.4288  | D  | Â   |
| Southern Company Common Stock                | 4,733.5452  | I  | 401K  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---------------------------------|--|--|---------------|--------------|----------------------------------|
|---------------------------------|--|--|---------------|--------------|----------------------------------|

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| (Instr. 4)                                   | Date Exercisable | Expiration Date | Derivative Security (Instr. 4)<br>Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|--|------------------|-----------------|---|----------------------------|--|--|----------------------|
| Option Right to Buy<br><u>(2)</u> <u>(3)</u> | 02/20/2007       | 02/20/2016      | Southern Company Common Stock           | 10,167                     | \$ 33.81                                 | D  | Â                    |
| Option Right to Buy<br><u>(2)</u> <u>(3)</u> | 02/19/2008       | 02/19/2017      | Southern Company Common Stock           | 10,612                     | \$ 36.42                                 | D  | Â                    |
| Option Right to Buy<br><u>(2)</u> <u>(3)</u> | 02/18/2009       | 02/18/2018      | Southern Company Common Stock           | 14,411                     | \$ 35.78                                 | D  | Â                    |
| Option Right to Buy<br><u>(2)</u> <u>(3)</u> | 02/16/2010       | 02/16/2019      | Southern Company Common Stock           | 28,395                     | \$ 31.39                                 | D  | Â                    |
| Option Right To Buy<br><u>(2)</u> <u>(3)</u> | 02/15/2011       | 02/15/2020      | Southern Company Common Stock           | 32,204                     | \$ 31.17                                 | D  | Â                    |
| Option Right to Buy<br><u>(2)</u> <u>(3)</u> | 02/14/2012       | 02/14/2021      | Southern Company Common Stock           | 35,647                     | \$ 37.97                                 | D  | Â                    |
| Option Right to Buy<br><u>(2)</u> <u>(3)</u> | 02/13/2013       | 02/13/2022      | Southern Company Common Stock           | 35,884                     | \$ 44.42                                 | D  | Â                    |
| Option Right to Buy<br><u>(2)</u> <u>(3)</u> | 02/11/2014       | 02/11/2023      | Southern Company Common Stock           | 43,659                     | \$ 44.06                                 | D  | Â                    |
| Option Right to Buy<br><u>(2)</u> <u>(3)</u> | 02/10/2015       | 02/10/2024      | Southern Company Common Stock           | 90,909                     | \$ 41.28                                 | D  | Â                    |
| Phantom Stock Units                          | Â <u>(4)</u>     | Â <u>(4)</u>    | Southern Company Common Stock           | 10,890.3062                | \$ 0                                     | D  | Â                    |

## Reporting Owners

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

## Signatures

/s/ Patricia L. Roberts, Attorney-in-Fact for Mark Lantrip 03/03/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 are held in the Southern Investment Plan and dividends are automatically reinvested each quarter
- (2) Includes the right to have shares withheld upon exercise to satisfy tax withholding obligations.
- (3) Options vest 33% per year on the anniversary of the grant date.
- (4) Includes phantom stock units acquired as if reinvested in the dividend reinvestment plan. There is no exercise or expiration date.

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.