



John S. Richardson
President and Chief Operating Officer

ENERGEN RESOURCES CORPORATION
605 Richard Arrington, Jr. Boulevard North
Birmingham, Alabama 35203-2707
Telephone: (205) 326-2700

June 15, 2015

[Vendor Name and Address]

Attention: President

Dear Sir or Madam:

Energen Resources Corporation values our business relationships with you, and we work diligently to maintain your confidence in our reputation for ethical behavior and fair dealing. The continuation of the business dealings between us is based on the quality and competitive cost of the products and services as well as mutual trust and respect. This letter summarizes our expectations with respect to employee behavior and provides you with additional contact information should you wish to discuss any concerns.

Each Energen employee is expected to make a commitment to personal and business integrity. As outlined in our corporate Statement of Principles and Business Conduct Guidelines, it is the only way that we will do business. We also expect and require high ethical conduct from all of our business partners.

It is a violation of our policies for an Energen employee to directly or indirectly request gifts, entertainment, or other personal favors from vendors or customers. Similarly, with the exception of sales promotion and seasonal gifts of nominal value and routine business entertainment, it is a violation of our policies for Energen employees to directly or indirectly offer, provide, or accept gifts, entertainment, or other personal favors to or from vendors and customers. Cash or its equivalent (such as gift cards) is not considered an appropriate sales promotion or seasonal gift. Gifts and special favors are not, and will not become, conditions for doing business with Energen.

Without prior approval, no Energen employee should serve as a director, officer, employee, or consultant to an Energen vendor or customer. Our employees are also required to disclose to Energen any such positions held by an immediate family member.

Please advise our Corporate Compliance Officer, David Woodruff, Energen General Counsel and Secretary, of any activities by Energen employees or agents which may violate these standards. You can reach David by calling 205-326-2629 (direct line) or 888-457-2287 (Energen's compliance voice mail) or by mail to his attention at the above address. You are also welcome to call me with questions or concerns.

Thank you for sharing our commitment to business integrity.

Very truly yours,

A handwritten signature in black ink, appearing to read "John S. Richardson".

John S. Richardson