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NEWFIELD EXPLORATION CO /DE/

Form 4

February 15, 2005

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

OMB

Check this box if no longer

3235-0287 Number: January 31, Expires:

2005

OMB APPROVAL

subject to Section 16. Form 4 or

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

Estimated average burden hours per response... 0.5

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHNEIDER WILLIAM D

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

NEWFIELD EXPLORATION CO /DE/ [NFX]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify

(Month/Day/Year)

363 N. SAM HOUSTON PKWY. E., 02/14/2005

Vice President - International

#2020

(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

below)

HOUSTON, TX 77060

(City) (State) (Zip)

02/14/2005

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(A)

or

1. Title of 2. Transaction Date 2A. Deemed Security (Instr. 3)

(Month/Day/Year) Execution Date, if (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Reported Transaction(s)

Code V Amount (D) Price (Instr. 3 and 4)

common stock

S D 2,607

45,973

D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

69.03

(9-02)

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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)	of De Sec Ac (A Dis of (In	mber rivative curities quired of or sposed (D) str. 3, and 5)		ate	7. Title and of Underlyi Securities (Instr. 3 and	ng	8. Prio Deriv Secur (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee stock optright to buy	\$ 23.69						<u>(1)</u>	02/12/2008	common stock	20,000	
Employee stock optright to buy	\$ 29.81						(2)	02/10/2010	common stock	20,000	
Employee stock optright to buy	\$ 38.03						(3)	02/09/2011	common stock	7,500	
Employee stock optright to buy	\$ 33.73						<u>(4)</u>	02/07/2012	common stock	10,000	
Employee stock optright to buy	\$ 35.68						<u>(5)</u>	11/26/2012	common stock	5,000	

Reporting Owners

Reporting Owner Name / Address				
. 9	Director	10% Owner	Officer	Other
SCHNEIDER WILLIAM D 363 N. SAM HOUSTON PKWY. E., #2020 HOUSTON, TX 77060	Vice President - International			
Signatures				
V Schneider	William D.		02/15/2005	
**Signature of Reporting Person			Date	

Reporting Owners 2

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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) The options vested in five equal annual installments beginning 2/12/1999.
- (2) The options vest(ed) in five equal annual installments beginning 02/10/2001.
- (3) The options vest(ed) in five equal annual installments beginning 02/09/2002.
- (4) The options vest(ed) in five equal annual installments beginning 02/07/2003.
- (5) The options vest(ed) in five equal annual installments beginning 11/26/2003.

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.