

COSSE STEVEN A

Form 4

February 03, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COSSE STEVEN A

(Last) (First) (Middle)

200 PEACH STREET, P. O. BOX  
7000

(Street)

EL DORADO, AR 71731-7000

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

MURPHY OIL CORP /DE [MUR]

3. Date of Earliest Transaction  
(Month/Day/Year)

02/01/2005

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Senior Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                           | 28,124                                                                                                             | D                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            | 6,655 <sup>(1)</sup>                                                                                               | I                                                                    | Trustee of<br>Company<br>Thrift Plan                              |
| Common<br>Stock                       | 02/01/2005                              |                                                             | A                                       | 6,000<br><sup>(2)</sup>                                                    | A \$ 0 9,500 <sup>(2)</sup>                                                                                        | D                                                                    |                                                                   |

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**

SEC 1474  
(9-02)

**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)

| 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<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Option<br>(3)                              | \$ 28.4844                                                            |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/01/2003                                                          | 02/01/2010         | Common<br>Stock | 20,000                              |
| Stock<br>Option<br>(3)                              | \$ 30.83                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/06/2003                                                          | 02/06/2011         | Common<br>Stock | 30,000                              |
| Stock<br>Option<br>(3)                              | \$ 30.83                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/06/2004                                                          | 02/06/2011         | Common<br>Stock | 30,000                              |
| Stock<br>Option<br>(3)                              | \$ 38.8525                                                            |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/05/2004                                                          | 02/05/2012         | Common<br>Stock | 25,000                              |
| Stock<br>Option<br>(3)                              | \$ 38.8525                                                            |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/05/2005                                                          | 02/05/2012         | Common<br>Stock | 25,000                              |
| Stock<br>Option<br>(3)                              | \$ 42.34                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/04/2005                                                          | 02/04/2013         | Common<br>Stock | 20,000                              |
| Stock<br>Option<br>(3)                              | \$ 42.34                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/04/2006                                                          | 02/04/2013         | Common<br>Stock | 20,000                              |
| Stock<br>Option<br>(3)                              | \$ 60.59                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/03/2006                                                          | 02/03/2011         | Common<br>Stock | 15,000                              |
| Stock<br>Option<br>(3)                              | \$ 60.59                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 02/03/2007                                                          | 02/03/2011         | Common<br>Stock | 15,000                              |
| Stock<br>Option<br>(3)                              | \$ 90.455                                                             | 02/01/2005                              |                                                             | A                                       |                                                                                                              | 10,000                                                         |     | 02/01/2007                                                          | 02/01/2012         | Common<br>Stock | 10,000                              |

|        |           |            |  |   |        |            |            |        |        |
|--------|-----------|------------|--|---|--------|------------|------------|--------|--------|
| Stock  |           |            |  |   |        |            |            |        |        |
| Option | \$ 90.455 | 02/01/2005 |  | A | 10,000 | 02/01/2008 | 02/01/2012 | Common | 10,000 |
| (3)    |           |            |  |   |        |            |            | Stock  |        |

## Reporting Owners

| Reporting Owner Name / Address                                                   | Relationships |           |                       |       |
|----------------------------------------------------------------------------------|---------------|-----------|-----------------------|-------|
|                                                                                  | Director      | 10% Owner | Officer               | Other |
| COSSE STEVEN A<br>200 PEACH STREET<br>P. O. BOX 7000<br>EL DORADO, AR 71731-7000 |               |           | Senior Vice President |       |

## Signatures

Steven A. Cosse'                      02/03/2005

\_\_\_\_Signature of                      Date  
Reporting Person

## 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) Number of shares owned as of December 31, 2004.
- (2) Restricted Stock issued pursuant to the Murphy 1992 Stock Incentive Plan. Reportig person has voting and dividend rights only.
- (3) Employee Stock Option granted under Murphy 1992 Stock Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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