Edgar Filing: NEWFIELD EXPLORATION CO /DE/ - Form 4

NEWFIELD EXPLORATION CO /DE/

Form 4

February 11, 2008

FORM 4

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

OMB Number:

Expires:

3235-0287 January 31,

2005

0.5

Check this box if no longer

subject to Section 16.

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

Estimated average burden hours per

OMB APPROVAL

response...

Form 4 or 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 *

Van Horn Michael D

2. Issuer Name and Ticker or Trading

Symbol

NEWFIELD EXPLORATION CO

/DE/[NFX]

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First)

(Middle)

(Zip)

(Month/Day/Year)

02/07/2008

(Check all applicable)

Sr. Vice President-Exploration

10% Owner

Other (specify Officer (give title below) below)

363 N. SAM HOUSTON PKWY E, **SUITE 2020**

(State)

(City)

(Instr. 3)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

HOUSTON, TX 77060

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

(Month/Day/Year)

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

5. Amount of Securities Beneficially Owned **Following**

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

Indirect Beneficial Ownership (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

89,952 (1) D

common stock

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

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SEC 1474 (9-02)

number.

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

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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. Transaction Code (Instr. 8)	5. Number of or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shar
Employee Stock Option- Right to Buy	\$ 48.45	02/07/2008		A	17,500	02/07/2010(2)	02/07/2018	common stock	17,50
Restricted Stock Unit	\$ 0	02/07/2008		A	7,500 (3)	02/07/2010(4)	02/07/2018	common stock	7,50

Reporting Owners

Reporting Owner Name / Address	Relationships					
corporating of the control of the co	Director	10% Owner	Officer	Other		
Van Horn Michael D 363 N. SAM HOUSTON PKWY E, SUITE 2020 HOUSTON, TX 77060			Sr. Vice President-Exploration			

Signatures

Michael D. Van
Horn

**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) Includes 160 shares of Newfield common stock acquired by the Reporting Person 0n December 31, 2007 pursuant to Newfield's Employee Stock Purchase Plan.
- (2) The options vest 20% per year commencing on the first anniversary of the grant.
- (3) Each restricted stock unit represents a contingent right to receive one share of Newfield common stock.
- (4) The restricted stock units vest in three equal installments beginning on the second anniversary of the grant.

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.

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