Metcalf James J Form 4/A July 25, 2008

FORM 4

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

Check this box if no longer

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Metcalf James J Issuer Symbol NEWFIELD EXPLORATION CO (Check all applicable) /DE/ [NFX] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 363 N. SAM HOUSTON PKWY E, 02/07/2008 Vice President - Drilling **SUITE 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 02/11/2008 Form filed by More than One Reporting HOUSTON, TX 77060 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 5. Amount of 3. 4. Securities 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Month/Day/Year) **Following** (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price common 64,351 (1) D stock common 1,691 (2) I 401k stock common $200^{(3)}$ I in Tutma stock

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)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Edgar Filing: Metcalf James J - Form 4/A

displays a currently valid OMB control

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

1. Tit	le of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	1
Deriv	ative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date Ar		Amou	ınt of	Derivative	į
Secur	ity	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	
(Instr	. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Ī
		Derivative				Securities			(Instr.	. 3 and 4)		•
		Security				Acquired						ļ
						(A) or]
						Disposed						1
						of (D)						
						(Instr. 3,						
						4, and 5)						
										Amount		
										or		
							Date	Expiration	Title	Number		
							Exercisable	Exercisable Date	11110	of		
					Code V	(A) (D)				Shares		
					Code v	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Metcalf James J 363 N. SAM HOUSTON PKWY E, SUITE 2020 HOUSTON, TX 77060

Vice President - Drilling

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Signatures

/s/ Michelle S. Miller as attorney-in-fact on behalf of James J. Metcalf, Jr.

07/25/2008

**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).
 - Includes 251 shares of Newfield common stock acquired by the Reporting Person on 12/31/2007 pursuant to the Newfield Employee

 Stock Purchase Plan. The shares of common stock owned by the Reporting Person were incorrectly overreported on his Form 4 filing of
- (1) Stock Purchase Plan. The shares of common stock owned by the Reporting Person were incorrectly overreported on his Form 4 filing on 2/11/2008 and his subsequent Form 4 filing on 5/20/2008.
- (2) These shares were omitted from the Reporting Person's Form 4 filing on 2/11/2008 and his subsequent Form 4 filing on 5/20/2008.
- (3) These shares were omitted from the Reporting Person's Form 4 filing on 2/11/2008 and his subsequent Form 4 filing on 5/20/2008.

Remarks:

Exhibit List:

Exhibit 24--Power of Attorney

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

Reporting Owners 2

Edgar Filing: Metcalf James J - Form 4/A

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.