

NEWFIELD EXPLORATION CO /DE/
Form 4
June 24, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Jasek John H

2. Issuer Name and Ticker or Trading Symbol
NEWFIELD EXPLORATION CO /DE/ [NFX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
363 N. SAM HOUSTON PKWY E,
SUITE 2020

3. Date of Earliest Transaction (Month/Day/Year)
06/23/2008

____ Director
____ Officer (give title below) _____ 10% Owner
____ Other (specify below)
Vice President - Gulf Coast

(Street)
HOUSTON, TX 77060

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

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

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------|---|--|
| | | | Code | V | Amount | (D) | Price | | | |
| common stock | 06/23/2008 | | M | | 4,000 | A | \$ 16.87 | 51,543 | D | |
| common stock | 06/23/2008 | | M | | 2,400 | A | \$ 16.25 | 53,943 | D | |
| common stock | 06/23/2008 | | M | | 4,800 | A | \$ 16.6 | 58,743 | D | |
| common stock | 06/23/2008 | | M | | 4,000 | A | \$ 24.49 | 62,743 | D | |
| common stock | 06/23/2008 | | S | | 800 | D | \$ 67.14 | 61,943 | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|------------|--------|---|
| common stock | 06/23/2008 | S | 1,600 | D | \$ 67.13 | 60,343 | D |
| common stock | 06/23/2008 | S | 300 | D | \$ 67.12 | 60,043 | D |
| common stock | 06/23/2008 | S | 200 | D | \$ 67.11 | 59,843 | D |
| common stock | 06/23/2008 | S | 700 | D | \$ 67.105 | 59,143 | D |
| common stock | 06/23/2008 | S | 100 | D | \$ 67.1025 | 59,043 | D |
| common stock | 06/23/2008 | S | 800 | D | \$ 67.1 | 58,243 | D |
| common stock | 06/23/2008 | S | 300 | D | \$ 67.08 | 57,943 | D |
| common stock | 06/23/2008 | S | 600 | D | \$ 67.075 | 57,343 | D |
| common stock | 06/23/2008 | S | 800 | D | \$ 67.07 | 56,543 | D |
| common stock | 06/23/2008 | S | 100 | D | \$ 67.05 | 56,443 | D |
| common stock | 06/23/2008 | S | 200 | D | \$ 67.04 | 56,243 | D |
| common stock | 06/23/2008 | S | 1,800 | D | \$ 67.03 | 54,443 | D |
| common stock | 06/23/2008 | S | 2,477 | D | \$ 67.02 | 51,966 | D |
| common stock | 06/23/2008 | S | 200 | D | \$ 67.015 | 51,766 | D |
| common stock | 06/23/2008 | S | 500 | D | \$ 67.01 | 51,266 | D |
| common stock | 06/23/2008 | S | 3,723 | D | \$ 67 | 47,543 | D |

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

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(9-02)

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 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 Shares |
| employee stock option - right to buy | \$ 16.87 | 06/23/2008 | | M | 4,000 | 02/07/2003 ⁽¹⁾ | 02/07/2012 | common stock | 4,000 |
| employee stock option - right to buy | \$ 16.25 | 06/23/2008 | | M | 2,400 | 08/14/2003 ⁽²⁾ | 08/14/2012 | common stock | 2,400 |
| employee stock option - right to buy | \$ 16.6 | 06/23/2008 | | M | 4,800 | 02/12/2004 ⁽³⁾ | 02/12/2013 | common stock | 4,800 |
| employee stock option - right to buy | \$ 24.49 | 06/23/2008 | | M | 4,000 | 02/11/2005 ⁽⁴⁾ | 02/11/2014 | common stock | 4,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jasek John H 363 N. SAM HOUSTON PKWY E, SUITE 2020 HOUSTON, TX 77060 | | | Vice President - Gulf Coast | |

Signatures

/s/ Michelle S. Miller as attorney-in-fact for John H. Jasek 06/24/2008

__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).

- (1) The option vested in five equal annual installments beginning on February 7, 2003.
- (2) The option vested in five equal annual installments beginning on August 14, 2003.
- (3) The option vested in five equal annual installments beginning on February 12, 2004.
- (4) The option vests in five equal annual installments beginning on February 11, 2005.

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.

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