

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 \*  
TRICE DAVID A

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  
  
(Street)

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

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Chairman, President & CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
common stock					11,720	I	IRA
common stock	06/23/2008		M		20,000	A	\$ 12.69 505,511 D
common stock	06/23/2008		S		100	D	\$ 67.06 505,411 D
common stock	06/23/2008		S		200	D	\$ 67.03 505,211 D
common stock	06/23/2008		S		500	D	\$ 67.01 504,711 D

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common stock	06/23/2008	S	1,200	D	\$ 66.99	503,511	D
common stock	06/23/2008	S	500	D	\$ 66.98	503,011	D
common stock	06/23/2008	S	700	D	\$ 66.93	502,311	D
common stock	06/23/2008	S	200	D	\$ 66.9	502,111	D
common stock	06/23/2008	S	100	D	\$ 66.89	502,011	D
common stock	06/23/2008	S	200	D	\$ 66.88	501,811	D
common stock	06/23/2008	S	1,800	D	\$ 66.87	500,011	D
common stock	06/23/2008	S	600	D	\$ 66.85	499,411	D
common stock	06/23/2008	S	1,100	D	\$ 66.84	498,311	D
common stock	06/23/2008	S	300	D	\$ 66.83	498,011	D
common stock	06/23/2008	S	500	D	\$ 66.82	497,511	D
common stock	06/23/2008	S	600	D	\$ 66.81	496,911	D
common stock	06/23/2008	S	800	D	\$ 66.8	496,111	D
common stock	06/23/2008	S	4,000	D	\$ 66.79	492,111	D
common stock	06/23/2008	S	4,200	D	\$ 66.78	487,911	D
common stock	06/23/2008	S	500	D	\$ 66.76	487,411	D
common stock	06/23/2008	S	1,600	D	\$ 66.74	485,811	D
common stock	06/23/2008	S	300	D	\$ 66.73	485,511	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)

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)
employee stock option - right to buy	\$ 12.69	06/23/2008		M	20,000	05/16/2000 <sup>(1)</sup> 05/16/2009	common stock 20,000

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

TRICE DAVID A  
363 N. SAM HOUSTON PKWY E, SUITE 2020  
HOUSTON, TX 77060

Chairman, President & CEO

## Signatures

/s/ Michelle S. Miller as attorney-in-fact for David A. Trice

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 May 16, 2000.

**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. 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.