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MURPHY OIL CORP /DE

Form 4

February 04, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HAMMOCK KELLI M			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			MURPHY OIL CORP /DE [MUR]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	Director 10% Owner			
300 PEACH STREET, P.O. BOX 7000 (Street)			02/02/2016	_X_ Officer (give title Other (specify below) Senior Vice President			
			4. If Amendment, Date Original 6. Individual or Joint/Group F				
			Filed(Month/Day/Year)	Applicable Line)			
EL DORADO, AR 71731-7000				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I New Desireding Securities As	and Discount of an Dansfield Comment			

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities Acqu	ired, Disposed of	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Secur Transaction(A) or E Code (Instr. 3 (Instr. 8)		ispose 4 and (A) or	d of (D) 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)
Common Stock	02/02/2016		Code V M	Amount 4,014 (1) (2)	(D)	Price \$ 0	13,410	D	
Common Stock	02/02/2016		F(3)	1,366	D	\$ 17.565	12,044	D	
Common Stock							180	I	By Spouse
Common Stock							729 (4)	I	Trustee Of Company Thrift Plan

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

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SEC 1474 (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)	Code	5. Number of tionDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secur (Instr. 3 and 4)	
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Stock Option (5)	\$ 17.565	02/02/2016	A	22,000		<u>(6)</u>	02/02/2023	Common Stock	22
Performance Stock Unit (5)	<u>(7)</u>	02/02/2016	A	10,000		<u>(7)</u>	<u>(7)</u>	Common Stock	10
Restricted Stock Unit (5)	<u>(7)</u>	02/02/2016	A	5,000		(7)(8)	(7)(8)	Common Stock	5.
Restricted Stock Unit (9)	<u>(7)</u>	02/02/2016	M		8,081 (1) (2)	<u>(7)</u>	<u>(7)</u>	Common Stock	8,

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

HAMMOCK KELLI M 300 PEACH STREET P.O. BOX 7000 EL DORADO, AR 71731-7000

Senior Vice President

Signatures

/s/ E. Ted Botner, attorney-in-fact

02/04/2016

**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).
- Original award of 7,300 performance-based restricted stock units was adjusted by a ratio of 1.1070 on September 6, 2013 as a result of the spin-off of Murphy USA Inc.

(2)

Reporting Owners 2

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Represents performance-based Restricted Stock Units (RSUs) that have vested and settled in shares of the Company's stock on a one-for-one basis. Pursuant to the terms of the performance-based grant awarded under the 2012 Long-Term Incentive Plan, the total includes 45.775% of the original award, plus shares equivalent in value to accumulated dividends.

- (3) Shares withheld for taxes on RSU vesting.
- (4) Includes 27 shares obtained through the Company Thrift Plan. The information in this report is based on a plan statement dated December 31, 2015.
- (5) Award granted under the 2012 Long-Term Incentive Plan.
- (6) The option vests in two equal installments, the first half two years after the original grant date and the final half three years after the original grant date
- (7) These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date
- (8) Vest date is February 2, 2019.
- (9) Performance-based restricted stock unit award granted under the 2012 Long-Term 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. 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.