

NEWFIELD EXPLORATION CO /DE/
Form 4
June 10, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
RATHERT TERRY W

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. Vice President & CFO

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

3. Date of Earliest Transaction (Month/Day/Year)
06/09/2008

HOUSTON, TX 77060

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 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		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	(A) or (D)				Price
common stock	06/09/2008		M		20,000	A	\$ 14.91	167,075	D	
common stock	06/09/2008		S		600	D	\$ 67.41	166,475	D	
common stock	06/09/2008		S		100	D	\$ 67.4	166,375	D	
common stock	06/09/2008		S		900	D	\$ 67.38	165,475	D	
common stock	06/09/2008		S		1,000	D	\$ 67.37	164,475	D	

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

common stock	06/09/2008	S	400	D	\$ 67.36	164,075	D
common stock	06/09/2008	S	3,189	D	\$ 67.35	160,886	D
common stock	06/09/2008	S	2,200	D	\$ 67.34	158,686	D
common stock	06/09/2008	S	800	D	\$ 67.33	157,886	D
common stock	06/09/2008	S	100	D	\$ 67.31	157,786	D
common stock	06/09/2008	S	100	D	\$ 67.29	157,686	D
common stock	06/09/2008	S	900	D	\$ 27.28	156,786	D
common stock	06/09/2008	S	1,500	D	\$ 67.27	155,286	D
common stock	06/09/2008	S	700	D	\$ 67.26	154,586	D
common stock	06/09/2008	S	1,500	D	\$ 67.25	153,086	D
common stock	06/09/2008	S	200	D	\$ 67.24	152,886	D
common stock	06/09/2008	S	300	D	\$ 67.23	152,586	D
common stock	06/09/2008	S	100	D	\$ 67.22	152,486	D
common stock	06/09/2008	S	500	D	\$ 67.21	151,986	D
common stock	06/09/2008	S	200	D	\$ 67.2075	151,786	D
common stock	06/09/2008	S	200	D	\$ 67.205	151,586	D
common stock	06/09/2008	S	800	D	\$ 67.2	150,786	D
common stock	06/09/2008	S	1,000	D	\$ 67.18	149,786	D
common stock	06/09/2008	S	100	D	\$ 67.17	149,686	D
common stock	06/09/2008	S	1,100	D	\$ 67.15	148,586	D
	06/09/2008	S	1,511	D	\$ 67.14	147,075	D

common
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 displays a currently valid OMB control number.

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)	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)	8. Date Exercisable	9. Expiration Date	10. Title	11. Amount or Number of Shares
employee stock option - right to buy	\$ 14.91	06/09/2008		M	20,000	02/10/2001 02/10/2010	common stock				20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RATHERT TERRY W 363 N. SAM HOUSTON PKWY E, SUITE 2020 HOUSTON, TX 77060			Sr. Vice President & CFO	

Signatures

Terry W. Rathert
Date: 06/10/2008

**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).
 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.