

NEWFIELD EXPLORATION CO /DE/
Form 4
August 19, 2014

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 *
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)

(Last) (First) (Middle)
4 WATERWAY SQUARE
PLACE, SUITE 100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2014

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)
EVP and Senior Advisor

THE WOODLANDS, TX 77380

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
common stock					35,369	I	by LP
common stock	08/15/2014		M	9,225 A \$ 0	101,244	D	
common stock	08/15/2014		M	4,000 A \$ 0	105,244	D	
common stock ⁽²⁾	08/15/2014		F	6,724 D \$ 40.915	98,520	D	

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

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- (2) Includes 1,000 shares of common stock acquired by the reporting person on June 30, 2014 pursuant to the Newfield Exploration Company Employee Stock Purchase Plan.

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