

MURPHY OIL CORP /DE  
Form 3  
December 13, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

|  |   |   |  |   |   |
|--|---|---|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>McFadyen Michael K</p> <p>(Last) (First) (Middle)</p> <p>300 PEACH STREET, P.O. BOX 7000</p> <p>(Street)</p> <p>EL DORADO, AR 71731-7000</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/06/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MURPHY OIL CORP /DE [MUR]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)<br/>Executive Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|--|---|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 44,988   | D   |  |
| Common Stock                       | 814  | I   | Trustee of Company Thrift Plan                           |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

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|                            | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|----------------------------|------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Performance Stock Unit     | Â (1)            | Â (1)           | Common Stock | 53,000                     | \$ (1)              | D   | Â |
| Phantom Stock Unit (2) (3) | Â (3)            | 04/06/2021      | Common Stock | 25,000                     | \$ (4)              | D   | Â |
| Restricted Stock Unit      | Â (1)            | Â (1)           | Common Stock | 32,000                     | \$ (1)              | D   | Â |
| Stock Option (5)           | 02/02/2012       | 02/02/2017      | Common Stock | 11,070                     | \$ 45.4788          | D   | Â |
| Stock Option (5)           | 02/01/2013       | 02/01/2018      | Common Stock | 27,675                     | \$ 58.8392          | D   | Â |
| Stock Option (5)           | 01/31/2014       | 01/31/2019      | Common Stock | 44,280                     | \$ 51.6305          | D   | Â |
| Stock Option (2)           | 02/05/2015       | 02/05/2020      | Common Stock | 62,546                     | \$ 54.2141          | D   | Â |
| Stock Option (2)           | 02/04/2016       | 02/04/2021      | Common Stock | 23,000                     | \$ 55.82            | D   | Â |
| Stock Option (2)           | 02/03/2017       | 02/03/2022      | Common Stock | 50,000                     | \$ 49.65            | D   | Â |
| Stock Option (2)           | 02/02/2018       | 02/02/2023      | Common Stock | 57,000                     | \$ 17.565           | D   | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                            |       |
|---|---------------|-----------|----------------------------|-------|
|   | Director      | 10% Owner | Officer                    | Other |
| McFadyen Michael K<br>300 PEACH STREET<br>P.O. BOX 7000<br>EL DORADO, AR 71731-7000 | Â             | Â         | Â Executive Vice President | Â     |

## Signatures

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

12/13/2016

\*\*Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date

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- (2) Award granted under the 2012 Long-Term Incentive Plan.
- (3) Time-lapse award received on 4/6/2016; payable in stock on 4/6/2021 or forfeited if not with the company at that time.
- (4) Each phantom stock unit is the economic equivalent of one (1) share of Murphy Oil Corporation common stock.
- (5) Award granted under the 2007 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.

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