

MURPHY OIL CORP /DE
Form 4
February 03, 2005

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 *
THEUS CAROLINE G

2. Issuer Name and Ticker or Trading Symbol
MURPHY OIL CORP /DE [MUR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
200 PEACH STREET, P. O. BOX
7000

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)
EL DORADO, AR 71731-7000

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

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)
Common Stock				(A) or (D)	205,744	D	
Common Stock				(A) or (D)	322,684	I	As Beneficiary of trusts.
Common Stock				(A) or (D)	3,342 ⁽¹⁾	I	Self, Trustee for my son.
Common Stock				(A) or (D)	1,074,504 ⁽¹⁾	I	Trustee for siblings.
Common Stock	02/01/2005		A	1,275 ⁽³⁾	A \$ 0 2,015 ⁽³⁾	D	

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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)	8. Price of Underlying Security (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Option <u>(2)</u>	\$ 47.16					05/14/2004	05/14/2013	Common Stock	2,000
Stock Option <u>(2)</u>	\$ 47.16					05/14/2005	05/14/2013	Common Stock	2,000
Stock Option <u>(2)</u>	\$ 47.16					05/14/2006	05/14/2013	Common Stock	2,000
Stock Option <u>(2)</u>	\$ 60.59					02/03/2005	02/03/2014	Common Stock	700
Stock Option <u>(2)</u>	\$ 60.59					02/03/2006	02/03/2014	Common Stock	700
Stock Option <u>(2)</u>	\$ 60.59					02/03/2007	02/03/2014	Common Stock	700

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

THEUS CAROLINE G
200 PEACH STREET
P. O. BOX 7000
EL DORADO, AR 71731-7000

X

Signatures

Caroline G. Theus by Walter K.
Compton

02/03/2005

__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) Beneficial ownership is expressly disclaimed.
 - (2) Non-Employee Director stock option granted under the Non-Employee Director Stock Plan approved on May 14, 2003.
 - (3) Restricted Stock issued pursuant to the Non-Employee Director Stock Plan approved on May 14, 2003. Reporting person has voting and dividend rights only.

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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