

DEVON ENERGY CORP/DE
Form 4
December 09, 2010

FORM 4

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

OMB APPROVAL

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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 *
RUDOLPH FRANK W

2. Issuer Name and Ticker or Trading Symbol
DEVON ENERGY CORP/DE
[DVN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
20 NORTH BROADWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/08/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP HUMAN RESOURCES

OKLAHOMA
CITY, OK 73102-8260

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 (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 Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	12/08/2010		F	1,079 D \$ 73.18	40,513	D	
Common Stock	12/08/2010		F	987 D \$ 73.18	39,526	D	

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)

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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 Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RUDOLPH FRANK W 20 NORTH BROADWAY OKLAHOMA CITY, OK 73102-8260				EVP HUMAN RESOURCES

Signatures

line-height:8.0pt;margin:0pt 0pt
.0001pt;text-align:center;">Title

BY: /S/ RICHARD W. FROST Richard W. Frost	Chief Executive Officer, Director (Principal Executive Officer)
BY: /S/ CURTIS M. STEVENS Curtis M. Stevens	Executive Vice President, Administration and Chief Financial Officer (Principal Financial Officer)
RUSSELL S. PATTEE*	Corporate Controller and Assistant Treasurer (Principal Accounting Officer)
E. GARY COOK*	Chairman of the Board
ARCHIE W. DUNHAM*	Director
DANIEL K. FRIERSON*	Director
PAUL W. HANSEN*	Director
DUSTAN E. MCCOY*	Director

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COLIN D. WATSON*

Director

BY: /S/ CURTIS M. STEVENS

Curtis M. Stevens

Attorney-in-fact for each officer and director whose
name is followed by an asterisk.

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INDEX TO EXHIBITS

Exhibit No.	Description of Exhibit
4	Louisiana-Pacific Corporation 2004 Executive Deferred Compensation Plan. Incorporated by reference to Exhibit 4 to Registration Statement No. 333-118269 on Form S-8, filed August 16, 2004.
5	Opinion of Miller Nash LLP as to the legality of the securities being registered. Incorporated by reference to Exhibit 5 to Registration Statement No. 333-118269 on Form S-8, filed August 16, 2004.
23.1	Consent of Deloitte & Touche LLP. Incorporated by reference to Exhibit 23.1 to Registration Statement No. 333-118269 on Form S-8, filed August 16, 2004.
23.2	Consent of Miller Nash LLP. Incorporated by reference to Exhibit 23.2 to Registration Statement No. 333-118269 on Form S-8, filed August 16, 2004.
23.3*	Consent of Deloitte & Touche LLP.
24	Power of attorney of certain officers and directors. Incorporated by reference to Exhibit 24 to Registration Statement No. 333-118269 on Form S-8, filed August 16, 2004.

* Filed herewith.

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