

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2011-11-07** | Period of Report: **2011-11-03**  
SEC Accession No. **0001246360-11-003967**

([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

#### **Boothby Lee K**

CIK: **1308694**

Type: **4** | Act: **34** | File No.: **001-12534** | Film No.: **111184267**

Mailing Address

*4 WATERWAY SQUARE*

*PLACE*

*SUITE 100*

*THE WOODLANDS TX 77380*

### ISSUER

#### **NEWFIELD EXPLORATION CO /DE/**

CIK: **912750** | IRS No.: **721133047** | State of Incorpor.: **DE** | Fiscal Year End: **1231**

SIC: **1311** Crude petroleum & natural gas

Mailing Address

*4 WATERWAY SQUARE*

*PLACE*

*SUITE 100*

*THE WOODLANDS TX 77380*

Business Address

*4 WATERWAY SQUARE*

*PLACE*

*SUITE 100*

*THE WOODLANDS TX 77380*

*281-210-5100*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
Expires: 02/28/2011  
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

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

1. Name and Address of Reporting Person <b>Boothby Lee K</b>			2. Issuer Name and Ticker or Trading Symbol <b>NEWFIELD EXPLORATION CO /DE/ [NFX]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President and CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>11/03/2011</b>					
4 WATERWAY SQUARE PLACE, SUITE 100			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>THE WOODLANDS, TX 77380</b>								
(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
common stock								4,485	I	By 401(k)
common stock <sup>(1)</sup>	11/03/2011		S		4,000 <sup>(2)</sup>	D	\$42.4068	203,727	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)					

#### Explanation of Responses:

1. Includes 240 shares of common stock acquired by the reporting person on June 30, 2011 pursuant to the Newfield Exploration Company Employee Stock Purchase Plan.

2. Reflects the sale of an aggregate of 4,000 shares of common stock on November 3, 2011 at the weighted average sale price of \$42.4068. The prices for these sales range from \$42.39 to \$42.43. The filer undertakes to provide, upon request by the Securities and Exchange Commission, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

### Signatures

/s/ John D. Marziotti as attorney-in-fact for Lee K. Boothby

\*\* Signature of Reporting Person

11/07/2011

Date

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

\* 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.

**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 Number.**