

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2005-05-02** | Period of Report: **2005-04-28**
SEC Accession No. **0000950142-05-001404**

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FILER

NEXEN INC

CIK: **16873** | IRS No.: **986000202** | State of Incorporation: **A0** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **001-06702** | Film No.: **05788913**
SIC: **1311** Crude petroleum & natural gas

Mailing Address

*801-7TH AVENUE SW
801-7TH AVENUE SW
CALGARY ALBERTA CANA A0 T2P 3P7*

Business Address

*801-7TH AVENUE SW
CALGARY ALBERTA CANA A0
T2P 3P7
4036994000*

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): April 28, 2005

NEXEN INC.

(Exact name of registrant as specified in its charter)

CANADA

(State or other jurisdiction of incorporation)

1-6702

98-6000202

(Commission File Number)

(IRS Employer Identification No.)

801 - 7TH AVENUE S.W.
CALGARY, ALBERTA, CANADA T2P 3P7

(Address of principal executive offices)

Registrant's telephone number, including area code: (403) 699-4000

NOT APPLICABLE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (SEE General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.03. AMENDMENT OF ARTICLES OF INCORPORATION.

On April 28, 2005, Nexen Inc. received a Certificate of Amendment dated April 28, 2005 ("Certificate") and Articles of Amendment dated April 28, 2005 ("Articles"). The Certificate and Articles were filed to effect a division of the issued and outstanding common shares of the Corporation on the basis of Two (2) Common Shares for One (1) Common Share held. The Certificate and Articles are attached hereto as Exhibits 1 and 2, respectively, and are incorporated by reference into this item.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

3(i)(a) Certificate of Amendment dated April 28, 2005

3(i)(b) Articles of Amendment dated April 28, 2005

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: May 2, 2005

NEXEN INC.

By: /s/ Sylvia L. Groves

Name: Sylvia L. Groves

Title: Assistant Secretary

EXHIBIT INDEX

EXHIBIT

DESCRIPTION

3(i) (a)

Certificate of Amendment dated April 28, 2005

3(i) (b)

Articles of Amendment dated April 28, 2005

<TABLE>

<S>

[GRAPHIC OMITTED]

INDUSTRY CANADA

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INDUSTRIE CANADA

CERTIFICATE OF AMENDMENT

CERTIFICATE DE MODIFICATION

CANADA BUSINESS
CORPORATIONS ACT

LOI CANADIENNE SUR LES
SOCIETES PAR ACTIONS

NEXEN, INC.

427706-6

Name of corporation-Denomination
de la societe

Corporation number-Numero de la societe

I hereby certify that the articles
above-named corporation were amended:

Je certifie que les status de la societe
susmentionnee ont ete modifies:

a) under section 13 of the Canada
Business Corporations Act in
accordance with the attached
notice;

[_]

a) en vertu de l'article 13 de la Loi
Canadienne sur les societes par
actions, conforement a l'avis
ci-joint;

b) under section 27 of the Canada
Business Corporations Act as set
out in the attached articles of
amendment designating a series
of shares;

[_]

b) en vertu de l'article 27 de la Loi
Canadienne sur les societes par
actions, tel qu'il est indique dans
les clauses modificatrices ci-jointes
designant une serie d'actions;

c) under section 179 of the Canada
Business Corporations Act as set
out in the attached articles of
amendment;

[X]

c) en vertu de l'article 179 de la Loi
Canadienne sur les societes par
actions, tel qu'il est indique dans
les clauses modificatrices ci-jointes;

d) under section 191 of the Canada
Business Corporations Act as set
out in the attached articles of
reorganization;

[_]

d) en vertu de l'article 191 de la Loi
Canadienne sur les societes par
actions, tel qu'il est indique dans
les clauses de reorganisation
ci-jointes;

/s/ Richard G. Shaw

April 28, 2005 / le 28 avril 2005

Reichard G. Shaw
Director - Directeur

Date of Amendment - Date de modification

</TABLE>

<TABLE>			
<S>	<C>	<C>	<C>
[GRAPHIC OMITTED]			
INDUSTRY CANADA	INDUSTRIE CANADA	FORM 4	FORMULAIRE 4
CANADA BUSINESS	LOI CANADIENNE SUR LES	ARTICLES OF AMENDMENT	CLAUSES MODIFICATRICES
CORPORATIONS ACT	SOCIETES PAR ACTIONS	(SECTIONS 27 OR 177)	(ARTICLES 27 OU 177)

1 -- Name of the Corporation - Denomination sociale de la societe	2 -- Corporation No. -- No de la societe
NEXEN INC.	427706-6

3 -- The articles of the above-mentioned corporation are amended as follows:	Les status de las societe mentionenee ci-dessus sont modifies de la facon suivante:
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Pursuant to section 173(1)(h) of the Canada Business Corporations Act, all of the issued and outstanding common shares of the Corporation shall be divided on the basis of Two (2) Common Shares for One (1) Common Share held.

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<S>	<C>	<C>	<C>
Signature	Printed Name - Nom en lettres moulees	4 - Capacity of -- En qualite de	5 - Tel No. - No de tel.
/s/ Sylvia L. Groves	Sylvia L. Groves	Assistant Secretary	(403) 699.5291
</TABLE>			

FOR DEPARTMENT USE ONLY - A LUSAGE DU MINISTERE SEULEMENT

C A N A D A