

SMETTE DARRYL G
Form 4
December 01, 2011

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 *
SMETTE DARRYL G

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)
11/29/2011

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EVP MARKETING & MIDSTREAM

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: Beneficial or Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/29/2011 | | M | 3,000 A | \$ 26.425 55,575 | D | |
| Common Stock | 11/29/2011 | | M | 3,000 A | \$ 26.425 58,575 | D | |
| Common Stock | 11/29/2011 | | S | 3,000 D | \$ 62.1607 55,575 | D | |
| Common Stock | 11/30/2011 | | M | 3,000 A | \$ 26.425 58,575 | D | |
| Common Stock | 11/30/2011 | | M | 3,000 A | \$ 26.425 61,575 | D | |

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| | | | | | | | | |
|--------------|------------|---|-------|---|------------|---------|---|-----------------|
| Common Stock | 11/30/2011 | S | 3,000 | D | \$ 65.2881 | 58,575 | D | |
| Common Stock | | | | | | 2,635 | I | by Spouse/Trust |
| Common Stock | | | | | | 108,323 | I | by Trust |

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)

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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$ 26.425 | 11/29/2011 | | M | 3,000 | 12/04/2003 12/03/2011 | Common Stock | 3,000 | |
| Non-Qualified Stock Option (right to buy) | \$ 26.425 | 11/29/2011 | | M | 3,000 | 12/04/2003 12/03/2011 | Common Stock | 3,000 | |
| Non-Qualified Stock Option (right to buy) | \$ 26.425 | 11/30/2011 | | M | 3,000 | 12/04/2003 12/03/2011 | Common Stock | 3,000 | |
| Non-Qualified Stock Option (right to buy) | \$ 26.425 | 11/30/2011 | | M | 3,000 | 12/04/2003 12/03/2011 | Common Stock | 3,000 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SMETTE DARRYL G
20 NORTH BROADWAY
OKLAHOMA CITY, OK 73102-8260

EVP
MARKETING &
MIDSTREAM

Signatures

By: Carla D. Brockman For: Darryl G.
Smette

12/01/2011

__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).

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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