

NEWFIELD EXPLORATION CO /DE/
Form 4
February 22, 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 *
RICKMERS BRIAN L

2. Issuer Name and Ticker or Trading Symbol
NEWFIELD EXPLORATION CO /DE/ [NFX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
363 N. SAM HOUSTON PKWY. E., #2020

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/18/2005

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

HOUSTON, TX 77060

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 | | | | (D) | Price |
| common stock | 02/18/2005 | | M | | | 700 | A | \$ 31.5 | 6,248 | D | |
| common stock | 02/18/2005 | | M | | | 1,200 | A | \$ 29.81 | 7,448 | D | |
| common stock | 02/18/2005 | | M | | | 400 | A | \$ 29.81 | 7,848 | D | |
| common stock | 02/18/2005 | | M | | | 2,400 | A | \$ 38.03 | 10,248 | D | |
| common stock | 02/18/2005 | | M | | | 500 | A | \$ 33.05 | 10,748 | D | |

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| | | | | | | | | |
|--------------|------------|---|-------|---|------------|--------|---|------|
| common stock | 02/18/2005 | M | 800 | A | \$ 32.5 | 11,548 | D | |
| common stock | 02/18/2005 | S | 6,000 | D | \$ 72.2563 | 5,548 | D | |
| common stock | | | | | | 135.9 | I | 401K |

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee stock option - right to buy | \$ 31.5 | 02/18/2005 | | M | 700 | <u>(1)</u> 09/01/2009 | common stock | 700 |
| Employee stock option - right to buy | \$ 29.81 | 02/18/2005 | | M | 1,200 | <u>(2)</u> 02/10/2010 | common stock | 1,200 |
| Employee stock option - right to buy | \$ 29.81 | 02/18/2005 | | M | 400 | <u>(3)</u> 02/10/2010 | common stock | 400 |
| Employee stock opt.-right to buy | \$ 38.03 | 02/18/2005 | | M | 2,400 | <u>(4)</u> 02/09/2011 | common stock | 2,400 |

| | | | | | | | | |
|----------------------------------|----------|------------|---|-----|------------|------------|--------------|-------|
| Employee stock opt.-right to buy | \$ 33.05 | 02/18/2005 | M | 500 | <u>(5)</u> | 05/03/2011 | common stock | 500 |
| Employee stock opt.-right to buy | \$ 33.73 | | | | <u>(6)</u> | 02/07/2012 | common stock | 1,800 |
| Employee stock opt.-right to buy | \$ 32.5 | 02/18/2005 | M | 800 | <u>(7)</u> | 08/14/2012 | common stock | 800 |
| Employee stock opt.-right to buy | \$ 33.2 | | | | <u>(8)</u> | 02/12/2013 | common stock | 2,400 |
| Employee stock opt.-right to buy | \$ 48.98 | | | | <u>(9)</u> | 02/12/2014 | common stock | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| RICKMERS BRIAN L 363 N. SAM HOUSTON PKWY. E., #2020 HOUSTON, TX 77060 | | | Controller | |

Signatures

Rickmers

Brian L.

02/23/2005

**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) Part of a grant of 3,500 shares to the reporting person under the Issuer's 1998 Stock Plan. The options vest(ed) in five equal annual installments beginning 9/1/2000.
 - (2) Part of a grant of 6,000 shares to the reporting person under the Issuer's 1998 Stock Plan. The options vest(ed) in five equal annual installments beginning 2/10/2001.
 - (3) Part of a grant of 2,000 shares to the reporting person under the Issuer's 2000 Stock Plan. The options vest(ed) in five equal annual installments beginning 2/10/2001.
 - (4) Part of a grant of 4,000 shares to the reporting person under the Issuer's 2000 Stock Plan. The options vest(ed) in five equal annual installments beginning 2/09/2002.

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- (5) Part of a grant of 2,500 shares to the reporting person under the Issuer's 2000 Stock Plan. The options vest(ed) in five equal annual installments beginning 5/03/2002.
- (6) Part of a grant of 3,000 shares to the reporting person under the Issuer's 2000 Stock Plan. The options vest(ed) in five equal annual installments beginning 2/07/2003.
- (7) Part of a grant of 2,000 shares to the reporting person under the Issuer's 2000 Stock Plan. The options vest(ed) in five equal annual installments beginning 8/14/2003.
- (8) Part of a grant of 3,000 shares to the reporting person under the Issuer's 2000 Stock Plan. The options vest(ed) in five equal annual installments beginning 2/12/2004.
- (9) Part of a grant of 5,000 shares to the reporting person under the Issuer's 2000 Stock Plan. The options vest in five equal annual installments beginning 2/11/2005.

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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