MURPHY OIL CORP /DE

Form 4

February 06, 2017

FORM 4

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

OMB 3235-0287 Number:

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

response...

5. Relationship of Reporting Person(s) to

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

DEMING CLAIBORNE P		Symbol MURPI	Symbol MURPHY OIL CORP /DE [MUR]					Issuer			
(Last)	(First)	(Middle)		te of Earliest Transaction				(Check all applicable)			
300 PEACH STREET, P.O. BOX 7000			(Month/Day/Year) 02/03/2017				X Director 10% Owner Officer (give title Other (specify below)				
	(Street)		4. If Ame	endment, D	ate Origina	ıl		6. Individual o	r Joint/Group F	iling(Check	
EL DODADO AD 31331 3000		Filed(Mor	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
EL DORADO, AR 71731-7000								Person			
(City)	(State)	(Zip)	Tabl	le I - Non-l	Derivative	Secui	rities A	cquired, Dispose	d of, or Benefic	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution	emed on Date, if /Day/Year)	Code (Instr. 8)	4. SecurionAcquirect Disposed (Instr. 3,	l (A) o l of (D))	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)	
Common Stock	02/03/2017			M	4,083 (1)	A	\$0	796,364	D		
Common Stock								1,639,538	I	Beneficiary Of Trusts	
Common Stock								48,006	I	By Spouse	
Common Stock								209,720	I	Self, Trustee For My Children	

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

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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. P Deri Seci (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(3)</u>	02/03/2017		M	3,654 (1)	<u>(3)</u>	(3)	Common Stock	3,654	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

DEMING CLAIBORNE P
300 PEACH STREET
P.O. BOX 7000

EL DORADO, AR 71731-7000

Signatures

/s/ E. Ted Botner, attorney-in-fact 02/06/2017

**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).
- Represents Restricted Stock Units (RSUs) that have vested and settled in shares of the Company's stock on a one-for-one basis. Pursuant (1) to the terms of the time-based grant awarded under the 2013 Stock Plan for Non-Employee Directors, the total includes 100% of the original award, plus shares equivalent in value to accumulated dividends.
- (2) Restricted Stock Unit Award granted under the 2013 Stock Plan for Non-Employee Directors.
- (3) These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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