MURPHY OIL CORP /DE

Form 4 June 22, 2005

FORM 4

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

OMB

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

OMB APPROVAL

subject to Section 16. Form 4 or

2005 Estimated average

SECURITIES

burden hours per response... 0.5

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

Symbol

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

DEMING CLAIBORNE P

			MURPHY OIL CORP /DE [MUR]			(Check all applicable)			
(Last) (First) (Middle) 200 PEACH STREET			3. Date of Earliest Transaction (Month/Day/Year) 06/17/2005			X Director 10% OwnerX Officer (give title Other (specify below) President & CEO		10% Owner Other (specify	
(Street) EL DORADO, AR 71730			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Securities A	cquired, Dispose	d of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution		3. Transaction Code (Instr. 8)	4. SecuritonAcquired Disposed (Instr. 3,	ties (A) or 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							387,340 (1)	I	Self, Trustee for my children
Common Stock							1,529,536	I	Beneficiary of Trusts
Common Stock							43,888 (1)	I	By Spouse
Common Stock							81,115.2	I	Family Limited

Edgar Filing: MURPHY OIL CORP /DE - Form 4

			Partnership				
Common Stock	103,204 (2)	I	Trustee, Company Thrift Plan				
Common Stock	66,000 (3)	D					
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.							

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and 4	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 12.5938					02/04/1999	02/04/2007	Common Stock	60,000
Stock Option	\$ 13.8532					02/04/1999	02/04/2007	Common Stock	60,000
Stock Option	\$ 15.1125					02/04/2000	02/04/2007	Common Stock	60,000
Stock Option	\$ 16.3719					02/04/2000	02/04/2007	Common Stock	60,000
Stock Option	\$ 12.4375					02/03/2000	02/03/2008	Common Stock	50,000
Stock Option	\$ 12.4375					02/03/2001	02/03/2008	Common Stock	50,000

8. P Der Sec (Ins

Edgar Filing: MURPHY OIL CORP /DE - Form 4

Stock Option	\$ 8.9219	02/02/2001	02/02/2009	Common Stock	40,000
Stock Option	\$ 8.9219	02/02/2002	02/02/2009	Common Stock	40,000
Stock Option	\$ 14.2422	02/01/2002	02/01/2010	Common Stock	60,000
Stock Option	\$ 14.2422	02/01/2003	02/01/2010	Common Stock	60,000
Stock Option	\$ 15.415	02/06/2003	02/06/2011	Common Stock	100,000
Stock Option	\$ 15.415	02/06/2004	02/06/2011	Common Stock	100,000
Stock Option	\$ 19.4263	02/05/2004	02/05/2012	Common Stock	120,000
Stock Option	\$ 19.4263	02/05/2005	02/05/2012	Common Stock	120,000
Stock Option	\$ 21.17	02/04/2005	02/04/2013	Common Stock	100,000
Stock Option	\$ 21.17	02/04/2006	02/04/2013	Common Stock	100,000
Stock Option	\$ 30.295	02/03/2006	02/03/2011	Common Stock	80,000
Stock Option	\$ 30.295	02/03/2007	02/03/2011	Common Stock	80,000
Stock Option	\$ 45.2275	02/01/2007	02/01/2012	Common Stock	78,000
Stock Option	\$ 45.2275	02/01/2008	02/01/2012	Common Stock	78,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
r	Director	10% Owner	Officer	Other			
DEMING CLAIBORNE P							
200 PEACH STREET	X		President & CEO				
FL DORADO AR 71730							

Signatures

Claiborne P.
Deming

**Signature of Reporting Person

O6/22/2005

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) Beneficial ownership is expressly disclaimed.
- (2) Number of shares owned as of December 31, 2004.
- (3) Restricted stock issued pursuant to the Murphy 1992 Stock Incentive Plan. Reporting person has voting and dividend rights only.
- (4) Premium stock option granted under the Murphy 1992 Stock Incentive Plan.
- (5) Employee Stock Option granted under the Murphy 1992 Stock Incentive Plan.

Remarks:

With reference to Table I, the reporting person previously reported his indirect beneficial ownership as a total of 1,649,655.88

Also note that in Tables I and II, all shares have been adjusted for a 2-for-1 stock split that occurred 06/03/2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 4