

NEWFIELD EXPLORATION CO /DE/
 Form 4
 February 16, 2006

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 *
RIGGS SUSAN G

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)
 02/14/2006

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Treasurer

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 or Price | | | |
| common stock | 02/14/2006 | | A | | 6,000 <u>(1)</u> | A | \$ 0 32,197 ⁽⁷⁾ | D |

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)

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| 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. Price of Underlying Securities (Instr. 3 and 4) | 9. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------------------------------|
| Employee stock opt.-right to buy | \$ 19.02 ⁽⁶⁾ | | | | | ⁽⁶⁾ 02/09/2011 | common stock | 6,400 ⁽⁶⁾ | |
| Employee stock opt.-right to buy | \$ 16.87 ⁽³⁾ | | | | | ⁽³⁾ 02/07/2012 | common stock | 10,000 ⁽³⁾ | |
| Employee stock opt.-right to buy | \$ 16.25 ⁽²⁾ | | | | | ⁽²⁾ 08/14/2012 | common stock | 4,000 ⁽²⁾ | |
| Employee stock opt.-right to buy | \$ 16.6 ⁽⁵⁾ | | | | | ⁽⁵⁾ 02/12/2013 | common stock | 6,000 ⁽⁵⁾ | |
| Employee stock opt.-right to buy | \$ 24.49 ⁽⁴⁾ | | | | | ⁽⁴⁾ 02/12/2014 | common stock | 10,000 ⁽⁴⁾ | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| RIGGS SUSAN G 363 N. SAM HOUSTON PKWY. E., #2020 HOUSTON, TX 77060 | | | Treasurer | |

Signatures

Riggs Susan G. 02/16/2006

**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) The noted shares are subject to forfeiture if certain performance criteria are not met.

Part of a grant to the reporting person of 4,000 shares from the Issuer's 2000 Stock Plan. The options vested in five equal annual

(2) installments beginning 08/14/2003. This option was previously reported as covering 2,000 shares at an exercise price of \$32.50 per share, but was adjusted to reflect the stock split on May 25, 2005.

Part of a grant to the reporting person of 10,000 shares from the Issuer's 2000 Stock Plan. The options vested in five equal annual

(3) installments beginning 02/07/2003. This option was previously reported as covering 5,000 shares at an exercise price of \$33.73 per share, but was adjusted to reflect the stock split on May 25, 2005.

Part of a grant to the reporting person of 10,000 shares from the Issuer's 2000 Stock Plan. The options vested in five equal annual

(4) installments beginning 02/11/2005. This option was previously reported as covering 5,000 shares at an exercise price of \$48.98 per share, but was adjusted to reflect the stock split on May 25, 2005.

Part of a grant to the reporting person of 6,000 shares from the Issuer's 2000 Stock Plan. The options vested in five equal annual

(5) installments beginning 02/12/2004. This option was previously reported as covering 3,000 shares at an exercise price of \$33.20 per share, but was adjusted to reflect the stock split on May 25, 2005.

Part of a grant to the reporting person of 8,000 shares from the Issuer's 2000 Stock Plan. The options vested in five equal annual

(6) installments beginning 02/09/2002. This option was previously reported as covering 4,000 shares at an exercise price of \$38.03 per share, but was adjusted to reflect the stock split on May 25, 2005.

(7) The total includes 181 shares acquired by the reporting person on December 31, 2005 under the Issuer's Employee Stock Purchase Plan.

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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