

NEWFIELD EXPLORATION CO /DE/

Form 4

November 24, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHAIBLE DAVID F

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

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

11/24/2004

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Exec. Vice Pres.- Op / Acq

(Street)
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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
common stock	11/24/2004		S		1,993	D	\$ 62.93	59,556	D
common stock	11/24/2004		M		15,000	A	\$ 13.94	74,556	D
common stock	11/24/2004		M		15,000	A	\$ 15.94	89,556	D
common stock	11/24/2004		S		10,000	D	\$ 62.6044	79,556	D
common stock	11/24/2004		S		10,000	D	\$ 62.4821	69,556	D

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common stock	11/24/2004	S	10,000	D	\$ 62.1629	59,556	D
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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. 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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee stock opt.-right to buy	\$ 13.94	11/24/2004		M	15,000	<u>(1)</u>	02/13/2006	common stock	15,000
Employee stock opt.-right to buy	\$ 23.69					<u>(2)</u>	02/12/2008	common stock	20,000
Employee stock opt.-right to buy	\$ 15.94	11/24/2004		M	15,000	<u>(3)</u>	09/01/2008	common stock	50,000
Employee stock opt.-right to buy	\$ 29.81					<u>(4)</u>	02/10/2010	common stock	20,000
Employee stock opt.-right to buy	\$ 38.03					<u>(5)</u>	02/09/2011	common stock	10,000
Employee stock opt.-right to buy	\$ 33.73					<u>(6)</u>	02/07/2012	common stock	15,000

Employee
stock
opt.-right
to buy

\$ 35.68

(7)

11/26/2012

common
stock

10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHAIBLE DAVID F 363 N. SAM HOUSTON PKWY. E., #2020 HOUSTON, TX 77060	X		Exec. Vice Pres.- Op / Acq	

Signatures

Schaible

David F.

11/24/2004

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 options vested in five equal annual installments beginning 02/13/1997.
- (2) The options vested in five equal annual installments beginning 02/12/1999.
- (3) The options vested in three installments: 16,665 on 09/01/2001; 16,665 on 09/01/2002 and 16670 on 09/01/2003.
- (4) The options vest(ed) in five equal annual installments beginning 02/10/2001.
- (5) The options vest(ed) in five equal annual installments beginning 02/09/2002.
- (6) The options vest(ed) in five equal annual installments beginning 02/07/2003.
- (7) The options vest(ed) in five equal annual installments beginning 11/26/2003.
- (8) 1 for 1

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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