Wood David M. Form 4 February 03, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

may continue.

See Instruction

Wood David M.			Symbol MURPHY OIL CORP /DE [MUR]					Issuer (Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction					(спеск ан аррисавіе)			
200 PEACH STREET, P.O. BOX 7000		(Month/Day/Year) 02/01/2011					X Director 10% OwnerX Officer (give title Other (specify below) President & CEO				
	(Street)			endment, D	ate Origina	ıl	(6. Individual or Joint/Group Filing(Check			
			• • • • • • • • • • • • • • • • • • • •					Applicable Line) _X_ Form filed by One Reporting Person			
EL DORADO, AR 71731-7000								Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)			Code (Instr. 3, 4 and 5)) 5. Amount of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)			
Common Stock	02/01/2011			Code V M	Amount 24,398 (1)	(D)	Price \$ 0	42,296	D		
Common Stock	02/01/2011			F	10,601 (2)	D	\$ 67.635	31,695	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

SEC 1474

(9-02)

1,276

Ι

Trustee Of

Company

Thrift Plan

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displays a currently valid OMB control

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. Transactio Code (Instr. 8)	5. Number on Derivative (Acquired (A Disposed of (Instr. 3, 4,	Securities A) or f (D)	6. Date Exerci Expiration Dat (Month/Day/Y	e	7. Title and A Underlying So (Instr. 3 and 4	ec
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N Sl
Stock Option (3)	\$ 67.635	02/01/2011		A	140,000	(D)	02/01/2013	02/01/2018	Common Stock	1
Restricted Stock Unit	\$ 0 (4)	02/01/2011		A	60,000		<u>(4)</u>	<u>(4)</u>	Common Stock	
Restricted Stock Unit	\$ 0 (4)	02/01/2011		M		20,000 (1)	<u>(4)</u>	<u>(4)</u>	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Wood David M. 200 PEACH STREET P.O. BOX 7000 EL DORADO, AR 71731-7000	X		President & CEO				

Signatures

/s/ Walter K. Compton,
Attorney-in-Fact

**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 to the terms of the performance-based grant awarded under the 2007 Long-Term Incentive Plan, the total includes 115.89% of the original award, plus shares equivalent in value to accumulated dividends.
- (2) Shares withheld for taxes on RSU vesting.
- (3) Award granted under the 2007 Long-Term Incentive Plan.
- (4) 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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