

NEWFIELD EXPLORATION CO /DE/  
Form 8-K  
March 29, 2006

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**  
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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): March 29, 2006**

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**NEWFIELD EXPLORATION COMPANY**  
**(Exact name of registrant as specified in its charter)**

<b>Delaware</b>	<b>1-12534</b>	<b>72-1133047</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

**363 N. Sam Houston Parkway E., Suite 2020**  
**Houston, Texas 77060**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (281) 847-6000**

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01 Other Events**

On March 29, 2006, Newfield issued a press release announcing that it intends to commence an offering of \$500 million of its Senior Subordinated Notes due 2016. A copy of the press release is furnished herewith as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

99.1 Press release issued by Newfield Exploration Company on March 29, 2006.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

**NEWFIELD EXPLORATION COMPANY**

Date: March 29, 2006

By: /s/ TERRY W. RATHERT  
Terry W. Rathert  
Senior Vice President and Chief  
Financial Officer

**Exhibit Index**

**Exhibit No. Description**

99.1 Press release issued by Newfield Exploration Company on March 29, 2006.