

MURPHY OIL CORP /DE
Form 4
June 22, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
DEMING CLAIBORNE P

(Last) (First) (Middle)
200 PEACH STREET
(Street)

EL DORADO, AR 71730

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MURPHY OIL CORP /DE [MUR]

3. Date of Earliest Transaction
(Month/Day/Year)
06/17/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					490,396	D	
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

Common Stock	103,204 ⁽²⁾	I	Partnership 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.

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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)	8. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option ⁽⁴⁾	\$ 12.5938					02/04/1999	02/04/2007	Common Stock	60,000
Stock Option ⁽⁴⁾	\$ 13.8532					02/04/1999	02/04/2007	Common Stock	60,000
Stock Option ⁽⁴⁾	\$ 15.1125					02/04/2000	02/04/2007	Common Stock	60,000
Stock Option ⁽⁴⁾	\$ 16.3719					02/04/2000	02/04/2007	Common Stock	60,000
Stock Option ⁽⁵⁾	\$ 12.4375					02/03/2000	02/03/2008	Common Stock	50,000
Stock Option ⁽⁵⁾	\$ 12.4375					02/03/2001	02/03/2008	Common Stock	50,000

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Stock Option <u>(5)</u>	\$ 8.9219	02/02/2001	02/02/2009	Common Stock	40,000
Stock Option <u>(5)</u>	\$ 8.9219	02/02/2002	02/02/2009	Common Stock	40,000
Stock Option <u>(5)</u>	\$ 14.2422	02/01/2002	02/01/2010	Common Stock	60,000
Stock Option <u>(5)</u>	\$ 14.2422	02/01/2003	02/01/2010	Common Stock	60,000
Stock Option <u>(5)</u>	\$ 15.415	02/06/2003	02/06/2011	Common Stock	100,000
Stock Option <u>(5)</u>	\$ 15.415	02/06/2004	02/06/2011	Common Stock	100,000
Stock Option <u>(5)</u>	\$ 19.4263	02/05/2004	02/05/2012	Common Stock	120,000
Stock Option <u>(5)</u>	\$ 19.4263	02/05/2005	02/05/2012	Common Stock	120,000
Stock Option <u>(5)</u>	\$ 21.17	02/04/2005	02/04/2013	Common Stock	100,000
Stock Option <u>(5)</u>	\$ 21.17	02/04/2006	02/04/2013	Common Stock	100,000
Stock Option <u>(5)</u>	\$ 30.295	02/03/2006	02/03/2011	Common Stock	80,000
Stock Option <u>(5)</u>	\$ 30.295	02/03/2007	02/03/2011	Common Stock	80,000
Stock Option <u>(5)</u>	\$ 45.2275	02/01/2007	02/01/2012	Common Stock	78,000
Stock Option <u>(5)</u>	\$ 45.2275	02/01/2008	02/01/2012	Common Stock	78,000

Reporting Owners

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

Signatures

Claiborne P.
Deming

06/22/2005

**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) 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.

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