NEWFIELD EXPLORATION CO /DE/

Form 4

August 18, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

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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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Packer Gary D			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) 4 WATERWA PLACE, SUIT	~	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/15/2015	Director 10% Owner Officer (give title Other (specify below) EVP and COO
(Street) THE WOODLANDS, TX 77380		77380	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transactio Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4	ed of (5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
common stock							15,000	I	By Family Trust
common stock	08/15/2015		M	7,196	A	\$0	204,056	D	
common stock	08/15/2015		M	9,825	A	\$0	213,881	D	
common stock	08/15/2015		M	5,625	A	\$0	219,506	D	
common stock (2)	08/15/2015		F	12,092	D	\$ 35.955	207,414	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)	Code	5. Number nof 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
Restricted Stock Unit	\$ 0	08/15/2015		M	7,196	08/15/2015	02/15/2018	common stock	7,196
Restricted Stock Unit	\$ 0	08/15/2015		M	9,825	08/15/2013	02/15/2016	common stock	9,825
Restricted Stock Unit	\$ 0	08/15/2015		M	5,625	08/15/2014	02/01/2017	common stock	5,625
Phantom Stock Unit	\$ 0 (1)	08/15/2015		M	5,625	08/15/2014	02/01/2017	common stock	5,625
Phantom Stock Unit	\$ 0 (1)	08/15/2015		M	7,196	08/15/2015	02/15/2018	common stock	7,196

Reporting Owners

THE WOODLANDS, TX 77380

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
Packer Gary D						
4 WATERWAY SQUARE PLACE SUITE 100			EVP and COO			

Signatures

/S/ Melissa L. Mong as attorney-in-fact for Gary D.	08/18/2015
Packer	00/10/2013

**Signature of Reporting Person

Reporting Owners 2

Date

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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) Each share of phantom stock was the economic equivalent of one share of Newfield common stock. The reporting person settled these shares of phantom stock for cash.
- (2) Includes 927 shares of common stock acquired by the reporting person on June 30, 2015 pursuant to the Newfield Exploration Company 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.