

NEWFIELD EXPLORATION CO /DE/

Form 4

July 25, 2005

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FOSTER JOE B

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)  
05/05/2005

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_X\_\_\_\_ Other (specify  
below) below)  
Retired Director

(Street)  
HOUSTON, TX 77060

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)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| common<br>stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 177,109                                                                                                            | D                                                                    |                                         |
| common<br>stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 12,500 <sup>(1)</sup>                                                                                              | I                                                                    | by<br>Foundation                        |
| common<br>stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 3,900 <sup>(2)</sup>                                                                                               | I                                                                    | by Trust                                |
| common<br>stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 3,000 <sup>(3)</sup>                                                                                               | I                                                                    | by<br>Foundation                        |

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 displays a currently valid OMB control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price<br>of Underlying<br>Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|------------------------------------------------------------------------|-------------------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                             | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                                  | Amount<br>or<br>Number<br>of Shares                         |
| Employee<br>stock<br>option -<br>right to<br>buy    | \$ 23.69                                                              |                                         |                                                             |                                         |                                                                                                                       | (4)                                                            | 02/12/2008         | common<br>stock                                                        | 42,000                                                      |
| Forward<br>sale<br>contract                         | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                                       | (5)                                                            | (5)                | common<br>stock                                                        | 50,000                                                      |
| Forward<br>sale<br>contract                         | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                                       | (6)                                                            | (6)                | common<br>stock                                                        | 50,000                                                      |

## Reporting Owners

| Reporting Owner Name / Address                                          | Relationships |           |         |                     |
|-------------------------------------------------------------------------|---------------|-----------|---------|---------------------|
|                                                                         | Director      | 10% Owner | Officer | Other               |
| FOSTER JOE B<br>363 N. SAM HOUSTON PKWY. E., #2020<br>HOUSTON, TX 77060 |               |           |         | Retired<br>Director |

## Signatures

\_\_\_\_\_  
B. Foster C. William Austin as Attorney in Fact for Joe

05/10/2005

\_\_\_\_\_  
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) The shares are owned by a Foundation. The reporting person is neither an officer nor a beneficiary of the Foundation and disclaims beneficial ownership of these shares.
- (2) The shares are owned by a qualified grantor charitable lead annuity trust, of which the reporting person is the trustee.
- (3) The shares are owned by a Foundation. The reporting person is president and a director of the Foundation and disclaims beneficial ownership of these shares.
- (4) The options vested in five equal annual installments beginning 2/12/99.
- (5) See attached Exhibit
- (6) See attached Exhibit

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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