SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
GARDNER JOHN B	MURPHY OIL CORP [MUR]	

(Last)	(First)	(Middle)
9805 KATY FREEWAY		
G-200		

3. Date of Earliest Transaction (Month/Day/Year)
01/31/2023

Relationship of Reporting Person(s) to Issuer:
- ☐ Director
- ☐ 10% Owner
- ☒ Officer (give title below)
- ☐ Other (specify below)

Vice President

(Street)			
HOUSTON	TX	77024	
(City)	(State)	(Zip)	

4. If Amendment, Date of Original Filed (Month/Day/Year)
02/02/2023

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Stock Unit	(1)	01/31/2023		M			21,000[(2)(3)]	(1)	(1)	Common Stock	21,000	$0	57,920	D	

Explanation of Responses:

1. These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date.

2. This Form 4/A is being filed to correct an administrative error in the reported number of performance-based Restricted Stock Units (RSUs) which were converted to shares of common stock (or, to the extent unearned, were forfeited) on January 31, 2023.

3. Represents performance-based RSUs that have vested and settled in shares of the Company's stock on a one-for-one basis (or, to the extent unearned, were forfeited). Pursuant to the terms of the performance-based grant awarded under the 2018 Long-Term Incentive Plan, the total reported in Table I includes 59% of the original award, plus shares equivalent in value to accumulated dividends.

/s/ E. Ted Botner, attorney-in-fact	02/17/2023
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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 Number.