FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|--------------|----------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-028 | | | | | | | | | |

Estimated average burden hours per response: 0.5

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(h) |

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

| STOBAUGH BILLY H | | | | | | MURPHY OIL CORP /DE [MUR] | | | | | | | | | (Check all applicable) Director 10% Owner Officer (give title Other (specify | | | | |
|---|---|--|---|--|-------|---|-------------|--------------|--|--|--------------------|---|---|---|--|---|--|---------------------------------------|--|
| (Last) 200 PEA P.O. BO | CH STREE | • | (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 02/01/2005 | | | | | | | | | X below) Vice President | | | | | | | |
| (Street) EL DORADO AR 71731-7000 | | | | | | | endment, | Date | of Original | l Filed | I (Month/Da | | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | Perso | in | | | | |
| | | Tab | le I - No | n-Deriv | ative | Se | curitie | s Ac | quired, | Dis | posed o | of, or Be | neficia | ally Owne | d | | | | |
| 1. Title of Security (Instr. 3) | | | 2. Transaction Date (Month/Day/Year) | |) E | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code (Instr. | | 4. Securities Acquired (ADisposed Of (D) (Instr. 3, 5) | | | d Securit Benefic Owned | 5. Amount of Securities Beneficially Owned Following Reported | | n: Direct r Indirect istr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | | | | Code | v | Amount (A) (D) | | Price | Transa (Instr. 3 | tion(s) and 4) | | | , | |
| Common | Stock | | | | | \downarrow | | | | | | | _ | 17 | 7,023 | | D | | |
| Common Stock | | | | | | | | | | | | 2, | 2,091(1) | | I | Trustee of Company Thrift Plan. | | | |
| Common Stock | | | | | /2005 | | | | A | | 4,000 | 2) A | \$00 | 00 6, | 6,000 ⁽²⁾ | | D | | |
| | | 7 | Гable II - | | | | | | | | osed of | | | y Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execution if any | 3A. Deemed 4. Execution Date, Trans | | | 5. Number 6 | | 6. Date Exercisable a Expiration Date (Month/Day/Year) | | able and | 7. Title and A of Securities Underlying Derivative Se (Instr. 3 and 4 | | 8. Price of Derivative Security (Instr. 5) | tive derivative ty Securities | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisab | | Expiration Date | Title | Amoun or Numbe of Shares | | | | | | |
| Stock Option ⁽³⁾ | \$25.1875 | | | | | | | | 02/04/199 | 99 0 | 2/04/2007 | Common Stock | 5,500 | | 5,500 | 0 | D | | |
| Stock Option ⁽³⁾ | \$25.1875 | | | | | | | | 02/04/200 | 00 0 | 2/04/2007 | Common Stock | 5,500 | | 11,00 | 0 | D | | |
| Stock Option ⁽³⁾ | \$28.4844 | | | | | | | | 02/01/200 |)2 (| 2/01/2010 | Common Stock | 15,000 |) | 26,00 | 0 | D | | |
| Stock Option ⁽³⁾ | \$28.4844 | | | | | | | | 02/01/200 | 03 (| 2/01/2010 | Common Stock | 15,000 |) | 41,00 | 0 | D | | |
| Stock Option ⁽³⁾ | \$30.83 | | | | | | | | 02/06/200 | 03 (| 02/06/2011 | Common Stock | 17,50 |) | 58,50 | 0 | D | | |
| Stock Option ⁽³⁾ | \$30.83 | | | | | | | | 02/06/200 |)4 (| 2/06/2011 | Common Stock | 17,50 |) | 76,00 | 0 | D | | |
| Stock Option ⁽³⁾ | \$38.8525 | | | | | | | | 02/05/200 | 04 (| 2/05/2012 | Common Stock | 15,000 |) | 91,00 | 0 | D | | |
| Stock Option ⁽³⁾ | \$38.8525 | | | | | | | | 02/05/200 | 05 0 | 2/05/2012 | Common Stock | 15,000 |) | 106,00 | 00 | D | | |
| Stock Option ⁽³⁾ | \$42.34 | | | | | | | | 02/04/200 | 05 0 | 2/04/2013 | Common Stock | 12,500 | | 118,50 | 00 | D | | |
| Stock Option ⁽³⁾ | \$42.34 | | | | | | | | 02/04/200 | 06 0 | 2/04/2013 | Common Stock | 12,500 | | 131,00 | 00 | D | | |
| Stock Option ⁽³⁾ | \$60.59 | | | | | | | | 02/03/200 | 06 0 |)2/03/2011 | Common Stock | 7,500 | | 138,50 | 00 | D | | |
| Stock Option ⁽³⁾ | \$60.59 | | | T | T | | | | 02/03/200 | 07 | 02/03/2011 | Common Stock | 7,500 | | 146,00 | 00 | D | | |

| 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. Transa Code (8) | | 5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5) | itive ities red sed | 6. Date Exerc Expiration Da (Month/Day/\) | ate | 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 | | | | |
| Stock Option ⁽³⁾ | \$90.455 | 02/01/2005 | | A | | 5,000 | | 02/01/2007 | 02/01/2012 | Common Stock | 5,000 | \$00.00 | 151,000 | D | |
| Stock Option ⁽³⁾ | \$90.455 | 02/01/2005 | | A | | 5,000 | | 02/01/2008 | 02/01/2012 | Common Stock | 5,000 | \$00.00 | 156,000 | D | |

Explanation of Responses:

- 1. Number of shares owned as of December 31, 2004.
- 2. Restricted Stock issued pursuant to the Murphy 1992 Stock Incentive Plan. Reporting person has voting and dividend rights only.
- 3. Employee Stock Option granted under Murphy 1992 Stock Incentive Plan.

<u>Billy H. Stobaugh</u> <u>02/03/2005</u>

** Signature of Reporting Person Da

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.