Instruction 1(b)

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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## Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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* <u>JEFFERY BARRY F.R.</u>					2. Issuer Name and Ticker or Trading Symbol  MURPHY OIL CORP /DE [ MUR ]								ationship of k all applica Director Officer (g	ble)	Person	n(s) to Issu 10% Ov Other (s	vner
(Last) (First) (Middle) 200 PEACH STREET P.O. BOX 7000					3. Date of Earliest Transaction (Month/Day/Year) 02/03/2015							^^	below)	Vice P	reside	below) ent	
,	EL DORADO AR 71731-7000			) 	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Ind Line)	′				
(City)			(Zip)	n Doriva	tivo 9	Socurit	tion Aca	uirod	Dier	osed of	or Bono	ficially	Ownod				
1. Title of Security (Instr. 3)				2. Transac Date (Month/Da	tion	2A. Deemed Execution Date, if any (Month/Day/Year)		3.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 of the control of the		A) or	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
						Code	v	Amount (A) or (D)		Price					(Instr. 4)		
Common Stock (					02/03/2015					4,066(1)(2)	A	\$0	14,906			D	
Common Stock				02/03/2	02/03/2015			F <sup>(3)</sup>		1,393	D	\$49.65	13,513			D	
										sed of, or onvertible			wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Dat if any (Month/Day/Ye	4. Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisa Expiration Date (Month/Day/Year		cisable and ate	le and 7. Title and A		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Followin	e Owners s Form: Direct or Ind g (I) (Ins	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares		Reported Transact (Instr. 4)	ion(s)		
Stock Option <sup>(4)</sup>	\$49.65	02/03/2015		A		11,000		(5)		02/03/2022	Common Stock	11,000	\$0	11,00	000 D		
Restricted Stock Unit <sup>(6)</sup>	(7)	02/03/2015		A		5,000		(7)		(7)	Common Stock	5,000	\$0	16,82	321 D		
Restricted Stock Unit <sup>(8)</sup>	(7)	02/03/2015		А		3,000		(7)(9)		(7)(9)	Common Stock	3,000	\$0	19,82	321 D		
Restricted Stock Unit <sup>(10)</sup>	(7)	02/03/2015		М			3,321 <sup>(1)(2)</sup>	(	(7)	(7)	Common Stock	3,321	\$0	16,50	00	D	

## **Explanation of Responses:**

- 1. Original award of 3,000 performance-based restricted stock units was adjusted by a ratio of 1.1070 on September 6, 2013 as a result of the spin-off of Murphy USA Inc.
- 2. Represents performance-based Restricted Stock Units (RSUs) that have vested and settled in shares of the Company's stock on a one-for-one basis. Pursuant to the terms of the performance-based grant awarded under the 2007 Long-Term Incentive Plan, the total includes 109.975% of the original award, plus shares equivalent in value to accumulated dividends
- 3. Shares withheld for taxes on RSU vesting.
- 4. Award granted under the 2012 Long-Term Incentive Plan
- 5. The option vests in two equal installments, the first half two years after the original grant date and the final half three years after the original grant date
- 6. Performance-based restricted stock unit award granted under the 2012 Long-Term Incentive Plan.
- 7. These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date
- 8. Time-based restricted stock unit award granted under the 2012 Long-Term Incentive Plan.
- 9. Vest date is February 3, 2018.
- 10. Performance-based restricted stock unit award granted under the 2007 Long-Term Incentive Plan.

/s/ E. Ted Botner, attorney-in-

02/05/2015

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\*\* 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.