FORM 4 UI

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

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

| OMB APPROVAL | | | | | | | |
|--------------------------|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | |
| Estimated average burden | | | | | | | |
| hours per response: 0.5 | | | | | | | |

| 1. Name and Address of Reporting Person* <u>COSSE STEVEN A</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>MURPHY OIL CORP /DE</u> [MUR] | | ionship of Reporting Person(all applicable) Director Officer (give title | 10% Owner Other (specify |
|---|---------------|---------------------|--|-------------------------|--|-----------------------------|
| (Last) 200 PEACH STF P.O. BOX 7000 | PEACH STREET | | 3. Date of Earliest Transaction (Month/Day/Year) 02/02/2010 | | below) Executive Vice Pres | below) sident |
| (Street) EL DORADO (City) | AR (State) | 71731-7000 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi Line) X | dual or Joint/Group Filing (Cł Form filed by One Reportin Form filed by More than Or | ig 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. 4. Securities Acquired (A) or Transaction Disposed Of (D) (Instr. 3, 4 and 8) 8 | | | 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 | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 02/02/2010 | | М | | 9,8 21 ⁽¹⁾ | Α | \$ <mark>0</mark> | 54,549 | D | |
| Common Stock | | | | | | | | 10,380 | Ι | Trustee of Company Thrift Plan |

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) | | Derivati Securiti Acquire Dispos | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | te of Securities | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following | 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 | | Reported Transaction(s) (Instr. 4) | | |
| Restricted Stock Unit ⁽²⁾ | \$0 ⁽³⁾ | 02/02/2010 | | A | | 25,000 | | (3) | (3) | Common Stock | 25,000 | \$0 | 80,000 | D | |
| Restricted Stock Unit ⁽²⁾ | \$0 ⁽³⁾ | 02/02/2010 | | м | | | 15,000 ⁽¹⁾ | (3) | (3) | Common Stock | 15,000 | \$0 | 65,000 | D | |
| Stock Option ⁽²⁾ | \$52.845 | 02/02/2010 | | A | | 55,000 | | 02/02/2012 | 02/02/2017 | Common Stock | 55,000 | \$0 | 55,000 | D | |

Explanation of Responses:

1. Represents 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 106.845% of the original award, plus shares equivalent in value to accumulated dividends less shares used to satisfy tax withholding obligations.

2. Restricted Stock Award granted under the 2007 Management Stock Incentive Plan.

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

Remarks:

| <u>/s/ Wa</u> | lter K. | Comptor |
|---------------|---------------|---------|
| Attorn | <u>ey-in-</u> | Fact |

<u>02/04/2010</u> Date

** Signature of Reporting Person

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.