

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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>MURPHY OIL CORP /DE</u> (Last) (First) (Middle) <u>200 PEACH STREET, P.O. BOX 7000</u> (Street) <u>EL DORADO AR 71730-7000</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Murphy USA Inc. [MUSA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/30/2013</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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			
Common Stock	08/30/2013		j ⁽¹⁾		46,743,216	A	\$0	46,743,316	D	
Common Stock	08/30/2013		j ⁽²⁾		46,743,316	D	\$0	0	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. 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					

Explanation of Responses:

- In connection with the spin off of Murphy USA Inc. ("Murphy USA") by Murphy Oil Corporation ("Murphy Oil") and in accordance with the terms and conditions of the Separation and Distribution Agreement by and between Murphy Oil Corporation and Murphy USA Inc. dated as of August 30, 2013, 2013 (the "Separation Agreement"), Murphy Oil received 46,743,216 shares of Murphy USA common stock which, when combined with the 100 shares held by Murphy Oil prior thereto, equals the number of Murphy USA shares of common stock distributed by Murphy Oil in the Distribution, as such term is defined in the Separation Agreement.
- In connection with the spin off of Murphy USA by Murphy Oil and in accordance with the terms and conditions of the Separation Agreement, Murphy Oil effected the Distribution, as such term is defined in the Separation Agreement, on August 30, 2013, and caused to be distributed to each holder of record of Murphy Oil common stock as of August 21, 2013, the record date, by means of a pro-rata distribution, one share of Murphy USA common stock for every four shares of Murphy Oil common stock held of record by such holder as of the record date.

Remarks:

/s/ Walter K. Compton, Senior
Vice President and General Counsel 08/30/2013

** 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.