## SEC Form 5

Form 3 Holdings Reported

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number 3235-0362 Estimated average burden

Form 4 Transactions Report	ted.			Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940						hours per response: 1.0				
1. Name and Address of Reporting Person* <u>COMPTON WALTER K</u>				2. Issuer Name and Ticker or Trading Symbol <u>MURPHY OIL CORP /DE</u> [ MUR ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below)				
(Last) 200 PEACH STREET P. O. BOX 7000	(First)	(Middle)		3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2003						-	Secretary			
(Street) EL DORADO (City)	AR (State)	71731-700( (Zip)	)	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
			Table I - N	Non-Derivative	Securities	Acquired, Disposed o	f, or Bene	ficially Owned						
1. Title of Security (Instr. 3) 2. Transaction Date				2A. Deemed Execution Date,	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of		6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership		
			(Month/Day/Year)	if any (Month/Day/Year)	. ,	Amount	(A) or (D)	Price		suer's Fiscal Year (Instr. 3 nd 4)	(I) (Instr. 4)	(Instr. 4)		
Common Stock			12/31/2003		J	469(1)	Α	\$ <mark>0</mark>		2,792	D			
Common Stock 12/31/2003			12/31/2003		J	162	А	\$0		1,682 <sup>(2)</sup>	I	Trustee of Company Thrift Plan		
			Table II	- Derivative S	ecurities Ac	quired, Disposed of,	or Benefic	ially Owned						

## (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Owned Following Reported Transaction(s) (Instr. 4)		(Instr. 4)
Stock Option <sup>(3)</sup>	\$17.8438						02/02/2001	02/02/2009	Common Stock	4,000		4,000	D	
Stock Option <sup>(3)</sup>	\$17.8438						02/02/2002	02/02/2009	Common Stock	4,000		8,000	D	
Stock Option <sup>(3)</sup>	\$28.4844						02/01/2002	02/01/2010	Common Stock	5,000		13,000	D	
Stock Option <sup>(3)</sup>	\$28.4844						02/01/2003	02/01/2010	Common Stock	5,000		18,000	D	
Stock Option <sup>(3)</sup>	\$30.83						02/06/2003	02/06/2011	Common Stock	8,500		26,500	D	
Stock Option <sup>(3)</sup>	\$30.83						02/06/2004	02/06/2011	Common Stock	8,500		35,000	D	
Stock Option <sup>(3)</sup>	\$38.8525						02/05/2004	02/05/2012	Common Stock	7,500		42,500	D	
Stock Option <sup>(3)</sup>	\$38.8525						02/05/2005	02/05/2012	Common Stock	7,500		50,000	D	
Stock Option <sup>(3)</sup>	\$42.34						02/04/2005	02/04/2013	Common Stock	7,500		57,500	D	
Stock Option <sup>(3)</sup>	\$42.34						02/04/2006	02/04/2013	Common Stock	7,500		65,000	D	

Explanation of Responses:
1. Shares purchased through the Murphy Oil Corporation Employee Stock Purchase Plan during 2003.
2. Number of shares owned as of December 31, 2003.

3. Employee Stock Option granted under Murphy 1992 Stock Incentive Plan.

Walter K. Compton \*\* Signature of Reporting Person 01/03/2004 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.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Steven A. Cosse', Walter K. Compton, Renee' J. Bryant. E. Ted Bc

(1)

execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Murphy Oil Corporation (the "Company"), Forms 3,

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5; con The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the unc IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 27 day of August, 2002.

POWER OF ATTORNEY