

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 ROBERT MADISON</u> (Last) (First) (Middle) P. O. BOX 7000 200 PEACH STREET (Street) EL DORADO AR 71731-7000 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>MURPHY OIL CORP /DE [MUR]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>02/01/2005</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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 | | | | | | | | 322,072 | D | |
| Common Stock | | | | | | | | 95,107.4 ⁽¹⁾ | I | Trustee for my children. |
| Common Stock | | | | | | | | 17,110 ⁽¹⁾ | I | Others as Trustee for children. |
| Common Stock | | | | | | | | 196,038 | I | Limited Partnership |
| Common Stock | | | | | | | | 723,038 | I | Beneficiary of Trusts. |
| Common Stock | | | | | | | | 1,237,540 ⁽¹⁾ | I | Co-Trustee of Family Trusts. |
| Common Stock | | | | | | | | 33,840 ⁽¹⁾ | I | Spouse. |
| Common Stock | | | | | | | | 623,796 ⁽²⁾ | I | Murphy Foundation |
| Common Stock | | | | | | | | 5,125 ⁽³⁾ | I | Trustee for Murphy Thrift Plan |
| Common Stock | 02/01/2005 | | A | | 1,275 ⁽⁴⁾ | A | \$00.00 | 2,015 ⁽⁴⁾ | 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 | | | | | |
| Stock Option ⁽⁵⁾ | \$47.16 | | | | | | | 05/14/2004 | 05/14/2013 | Common Stock | 2,000 | 2,000 | D | |
| Stock Option ⁽⁵⁾ | \$47.16 | | | | | | | 05/14/2005 | 05/14/2013 | Common Stock | 2,000 | 4,000 | D | |
| Stock Option ⁽⁵⁾ | \$47.16 | | | | | | | 05/14/2006 | 05/14/2013 | Common Stock | 2,000 | 6,000 | 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 | Title | Amount or Number of Shares | | | | |
| Stock Option ⁽⁵⁾ | \$60.59 | | | | | | | 02/03/2005 | 02/03/2014 | Common Stock | 700 | | 6,700 | D | |
| Stock Option ⁽⁵⁾ | \$60.59 | | | | | | | 02/03/2006 | 02/03/2014 | Common Stock | 700 | | 7,400 | D | |
| Stock Option ⁽⁵⁾ | \$60.59 | | | | | | | 02/03/2007 | 02/03/2014 | Common Stock | 700 | | 8,100 | D | |

Explanation of Responses:

- Beneficial ownership is expressly disclaimed.
- I am President of the Foundation. Beneficial ownership is expressly disclaimed.
- Number of shares owned as of December 31, 2004.
- Restricted stock issued pursuant to the Non-Employee Director Stock Plan approved on May 14, 2003. Reporting person has voting and dividend rights only.
- Non-Employee Director Stock Option issued under Non-Employee Director Stock Plan approved on May 14, 2003.

Robert Madison Murphy by
Walter K. Compton 02/03/2005

** 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.