

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0362
Estimated average burden hours per response:	1.0

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

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>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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2002	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 12/31/2002	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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	12/30/2002		J	188,536 <sup>(1)</sup>	A	\$0	377,072	D	
Common Stock	12/30/2002		J	83,124 <sup>(1)</sup>	A	\$0	166,248	I	Limited Partnership
Common Stock	12/30/2002		J	361,539 <sup>(1)</sup>	A	\$0	723,078	I	Beneficiary of Trusts.
Common Stock	12/30/2002		J	574,085 <sup>(1)</sup>	A	\$0	1,148,170 <sup>(2)</sup>	I	Co-Trustee of Family Trusts.
Common Stock	12/30/2002		J	55,308 <sup>(1)</sup>	A	\$0	110,616 <sup>(2)</sup>	I	Trustee for Children.
Common Stock	12/30/2002		J	16,920 <sup>(1)</sup>	A	\$0	33,840 <sup>(2)</sup>	I	Spouse
Common Stock	12/30/2002		J	15,005 <sup>(1)</sup>	A	\$0	30,010 <sup>(2)</sup>	I	Others as Trustee for Children.
Common Stock	02/20/2002		G	619	D	\$0	336,462 <sup>(3)</sup>	I	Murphy Foundation
Common Stock	03/04/2002		G	6,551	D	\$0	329,911 <sup>(3)</sup>	I	Murphy Foundation
Common Stock	12/30/2002		J	329,911 <sup>(1)</sup>	A	\$0	659,822 <sup>(3)</sup>	I	Murphy Foundation
Common Stock							5,063 <sup>(1)(4)</sup>	I	Trustee for Murphy 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. 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)
					(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Number of shares doubled by virtue of stock split - distribution date December 30, 2002.
- Beneficial ownership is expressly disclaimed.
- I am President of the Foundation. Beneficial ownership is expressly disclaimed.

4. Number of shares owned as of December 31, 2002.

Robert Madison Murphy

01/27/2004

\*\* 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.**