COSSE STEVEN A

Form 5

January 31, 2011

OMB APPROVAL FORM 5 **OMB**

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

3235-0362 Number: January 31, Expires:

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

2005

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported 30(h) of the Investment Company Act of 1940 Form 4

(Zip)

Transactions Reported

(City)

| 1. Name and Ad | | orting Person * | 2. Issuer Name and Ticker or Trading | 5. Relationship of Reporting Person(s) to Issuer | | | |
|----------------------------|---------|-----------------|--|---|--|--|--|
| COSSE STEVEN A | | | Symbol MURPHY OIL CORP /DE [MUR] | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Statement for Issuer's Fiscal Year Ended | (Check an applicable) | | | |
| | | | (Month/Day/Year) 12/31/2010 | Director 10% Owner X Officer (give title Other (specify | | | |
| 200 PEACH STREET, P.O. BOX | | | | below) below) | | | |
| 7000 | | | | Executive Vice President | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Reporting | | | |
| | | | , , | (check applicable line) | | | |

EL DORADO, Â ARÂ 71731-7000

(State)

X Form Filed by One Reporting Person Form Filed by More than One Reporting

| (City) | (State) | (Zip) Tabl | e I - Non-Deri | ivative Sec | curitie | s Acqu | ired, Disposed | of, or Beneficia | lly 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 Form: Direct Beneficially (D) or Owned at end of Issuer's (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Amount | (A) or (D) | Price | Fiscal Year (Instr. 3 and 4) | | |
| Common Stock | 12/31/2010 | Â | <u>J(1)</u> | 302 | A | \$0 | 10,682 | I | Trustee Of Company Thrift Plan |
| Common Stock | Â | Â | Â | Â | Â | Â | 48,549 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 2270 (9-02)

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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) | | 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 Underlying Securities (Instr. 3 and 4) | | 8. Pr Deri Secu (Inst | |
|---|---|--------------------------------------|---|---|---|--|--------------------|---|--|--------------------------------|--|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |
| Phantom Stock Unit | \$ 0 (2) | 12/31/2010 | Â | J | 436 Â | (3) | (3) | Common Stock | 436 | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------------|---------------|-----------|----------------------------|-------|--|--|--|--|
| Troporting & When I wante / Train to | Director | 10% Owner | Officer | Other | | | | |
| COSSE STEVEN A | | | | | | | | |
| 200 PEACH STREET | â | â | Executive Vice President | â | | | | |
| P.O. BOX 7000 | A | А | A Executive vice President | A | | | | |
| EL DORADO, AR 71731-7000 | | | | | | | | |

Signatures

/s/ Walter K. Compton, Attorney-in-Fact 01/31/2011

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Shares obtained through Company Thrift Plan.
- (2) Each phantom stock unit is the economic equivalent of one (1) share of Murphy Oil Corporation common stock.

The reported phantom stock units were acquired under Murphy Oil Corporation's excess benefit plan and are to be settled upon the reporting person's retirement or other termination of service. The reporting person may transfer the value of his phantom stock units into an alternative investment acount at any time prior to settlement.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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