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HAMMOCK KELLI M

Form 4

February 07, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB 3235-0287

Number:

Expires:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

HAMINOCK KELLI M Symbol				
MURPHY OIL CORP /DE [MUR] (Check all a (Che	applicable)			
200 PEACH STREET, P.O. BOX 7000 (Month/Day/Year) 02/05/2013 — Director — X_ Officer (give title below) Vice Pre	below)			
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Gr Filed(Month/Day/Year) Applicable Line)				
· · · · · · · · · · · · · · · · · ·	_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acqu	uired, Disposed o	f, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	02/05/2013		M	4,459 (1)	A	\$ 0	4,459	D	
Common Stock	02/05/2013		F	1,531 (2)	D	\$ 60.015	2,928	D	
Common Stock							180	I	By Spouse
Common Stock							672	I	Trustee Of Company

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

Thrift Plan

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SEC 1474 (9-02)

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 or 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Restricted Stock Unit	<u>(4)</u>	02/05/2013		M		5,000 (1)	<u>(4)</u>	<u>(4)</u>	Common Stock	5,0
Stock Option (5)	\$ 60.015	02/05/2013		A	26,700		02/05/2015	02/05/2020	Common Stock	26,
Restricted Stock Unit	<u>(4)</u>	02/05/2013		A	7,300		<u>(4)</u>	<u>(4)</u>	Common Stock	7,3

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HAMMOCK KELLI M 200 PEACH STREET P.O. BOX 7000 EL DORADO, AR 71731-7000

Vice President

Signatures

/s/ John A. Moore, attorney-in-fact 02/07/2013

**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).
- Represents Restricted Stock Units (RSUs) that have vested and settled in shares of the Company's stock on a one-for-one basis. Pursuant to the terms of the performance-based grant awarded under the 2007 Long-Term Incentive Plan, the total includes 80.63% of the original award, plus shares equivalent in value to accumulated dividends.
- (2) Shares withheld for taxes on RSU vesting.

Reporting Owners 2

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- (3) Award granted under the 2007 Long-Term Incentive Plan.
- (4) These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date.
- (5) Award granted under the 2012 Long-Term Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space 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.