

NEWFIELD EXPLORATION CO /DE/
 Form 3
 May 21, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Mitchell Valerie A | | (Month/Day/Year) | NEWFIELD EXPLORATION CO /DE/ [NFX] | |
| (Last) | (First) | (Middle) | 05/09/2014 | |
| 4 WATERWAY SQUARE PLACE, STE 100 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| THE WOODLANDS,Â TXÂ 77380 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | VP-Corporate Development | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|---|------------|------------|--------------|--------|----------|---|---|
| employee stock option - right to buy ⁽¹⁾ | 02/07/2009 | 02/07/2018 | common stock | 2,080 | \$ 48.45 | D | Â |
| Restricted Stock Unit ⁽²⁾ | 08/01/2012 | 08/01/2014 | common stock | 650 | \$ 0 | D | Â |
| Restricted Stock Unit ⁽³⁾ | 02/01/2013 | 02/01/2015 | common stock | 1,700 | \$ 0 | D | Â |
| Restricted Stock Unit ⁽⁴⁾ | 08/15/2012 | 08/15/2015 | common stock | 3,250 | \$ 0 | D | Â |
| Restricted Stock Unit ⁽⁵⁾ | 08/15/2013 | 02/01/2016 | common stock | 7,088 | \$ 0 | D | Â |
| Restricted Stock Unit ⁽⁶⁾ | 09/01/2014 | 09/01/2016 | common stock | 20,100 | \$ 0 | D | Â |
| Restricted Stock Unit ⁽⁷⁾ | 08/15/2014 | 08/15/2016 | common stock | 9,600 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mitchell Valerie A 4 WATERWAY SQUARE PLACE, STE 100 THE WOODLANDS, TX 77380 | Â | Â | Â VP-Corporate Development | Â |

Signatures

/s/ Melissa L. Mong, as attorney-in-fact for Valerie A. Mitchell

05/21/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Options were granted on February 7, 2008 under the Companys 2000 Omnibus Stock Plan and became exercisable in 20% increments on the first, second, third, fourth and fifth anniversary dates of the grant.
 - (2) Restricted Stock Units were granted on July 10, 2011 under the Companys 2011 Omnibus Stock Plan and vest in 33% increments on August 1, 2012, 2013 (not included as already vested) and 2014.
 - (3) Restricted Stock Units were granted on February 9, 2012 under the Companys 2011 Omnibus Stock Plan and vest in 33% increments on February 1, 2013, 2014 (not included as already vested) and 2015.
 - (4) Restricted Stock Units were granted on February 10, 2012 under the Companys 2011 Omnibus Stock Plan and vest in 25% increments on August 15, 2012, 2013 (not included as already vested), 2014 and 2015.
 - (5) Restricted Stock Units were granted on February 8, 2013 under the Companys 2011 Omnibus Stock Plan and vest in 25% increments on August 15, 2013 (not included as already vested), 2014 and 2015 and on February 1, 2016.
 - (6) Restricted Stock Units were granted on July 23, 2013 under the Companys 2011 Omnibus Stock Plan and vest in 33% increments on September 1, 2014, 2015 and 2016.

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- (7) Restricted Stock Units were granted on September 9, 2013 under the Companys 2011 Omnibus Stock Plan and vest in 33% increments on August 15, 2014, 2015 and 2016.

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.