

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 *

Â Mitchell Valerie A

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/09/2014

3. Issuer Name and Ticker or Trading Symbol

NEWFIELD EXPLORATION CO /DE/ [NFX]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

4 WATERWAY SQUARE
PLACE, STE 100

(Street)

(Check all applicable)

____ Director ____ 10% Owner

____ Officer ____ Other

(give title below) (specify below)

VP-Corporate Development

6. Individual or Joint/Group

Filing(Check Applicable Line)

X Form filed by One Reporting

Person

____ Form filed by More than One Reporting Person

THE

WOODLANDS,Â TXÂ 77380

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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)Date
ExercisableExpiration
Date3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

Amount or
Number of
Shares

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)

(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.

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