#### MURPHY OIL CORP /DE

Form 4

February 06, 2014

## FORM 4

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

**OMB** 

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

2005

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations

**SECURITIES** 

Estimated average burden hours per response... 0.5

may continue. See Instruction

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

1(b).

(Print or Type Responses)

02/04/2014

02/04/2014

Stock

Stock

Common

1. Name and A MIRELES	Person * 2. Issue Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
			HY OIL C	CORP /D	E [M	[UR]	(Chec	ck all applicable	e)	
(Last)	(First) (N	Middle) 3. Date o	f Earliest Tr	ansaction						
			Day/Year)				Director		Owner	
200 PEACH	BOX 02/04/2	02/04/2014				Officer (give below)	e titleX Other	er (specify		
7000							below)	Employee		
								Employee		
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
		Filed(Mo	nth/Day/Year	)			Applicable Line)			
							_X_ Form filed by			
EL DORAI	OO, AR 71731-70	00					Person	More than One Re	eporung	
(City)	(State)	(Zip) Tab	le I - Non-D	)erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transactio	ransaction(A) or Disposed of (D)			Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
					or		Transaction(s)			
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	02/04/2014		М	4,626	Δ	\$ 0	4 724	D		

Α

(1)(2)

1,265

\$0

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

M

 $F^{(3)}$ 

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

4,724

3,459

D

D

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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)	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 Amount Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Restricted Stock Unit	<u>(5)</u>	02/04/2014		M		5,535 (1) (2)	<u>(5)</u>	<u>(5)</u>	Common Stock	5,53
Stock Option (6)	\$ 55.82	02/04/2014		A	9,000		02/04/2016	02/04/2021	Common Stock	9,00
Restricted Stock Unit (7)	<u>(5)</u>	02/04/2014		A	5,000		<u>(5)</u>	<u>(5)</u>	Common Stock	5,00
Restricted Stock Unit	<u>(5)</u>	02/04/2014		A	3,000		(5)(9)	(5)(9)	Common Stock	3,00

## **Reporting Owners**

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

MIRELES THOMAS J 200 PEACH STREET P.O. BOX 7000 EL DORADO, AR 71731-7000

Employee

## **Signatures**

/s/ E. Ted Botner, attorney-in-fact

02/06/2014

\*\*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) Original award of 5,000 performance-based restricted stock units was adjusted by a ratio of 1.1070 on September 6, 2013 as a result of the spin-off of Murphy USA Inc.
- (2) Represents performance-based 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

Reporting Owners 2

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includes 75.475% of the original award, plus shares equivalent in value to accumulated dividends.

- (3) Shares withheld for taxes on RSU vesting.
- (4) Performance-based restricted stock unit award granted under the 2007 Long-Term Incentive Plan.
- (5) These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date
- (6) Award granted under the 2012 Long-Term Incentive Plan.
- (7) Performance-based restricted stock unit award granted under the 2012 Long-Term Incentive Plan.
- (8) Time-based restricted stock unit award granted under the 2012 Long-Term Incentive Plan.
- (9) Vest date is February 4, 2017.

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.