Edgar Filing: MURPHY OIL CORP /DE - Form 4

Form 4	DIL CORP /DE										
February 04	, 2016										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
Check th			AND EX 1, D.C. 20		ANGE C	OMMISSION	OMB Number:	3235-0287			
if no long								Expires:	January 31, 2005		
subject to Section 1 Form 4 c	6. STATEN	1ENT OF	F CHAN		I BENEF RITIES	NERSHIP OF	Estimated average burden hours per response (
Form 5 obligatio may com <i>See</i> Instr 1(b).	tinue. Section 17(a) of the I	Public U	tility Ho		npan	y Act of	e Act of 1934, 1935 or Section 0	1		
(Print or Type]	Responses)										
HAMMOCK KELLI M Symbo					nd Ticker of CORP /I		c	5. Relationship of Reporting Person(s) to Issuer			
(1 4)	(Einst)	(- ILL-)				-	ieitj	(Check all applicable)			
(Month/I				ate of Earliest Transaction nth/Day/Year) 02/2016				Director 10% Owner X Officer (give title Other (specify			
7000	,	-	02,02,2	010				below) Senior	below) r Vice Presider	ıt	
				Amendment, Date Original d(Month/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
EL DORAI	DO, AR 71731-70	000						Form filed by M Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secu	rities Acq	uired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	Date, if	Code	4. Securi or(A) or Di (Instr. 3,	4 and (A)	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	02/02/2016			М	4,014 (1) (2)	A	\$0	13,410	D		
Common Stock	02/02/2016			F <u>(3)</u>	1,366	D	\$ 17.565	12,044	D		
Common Stock								180	Ι	By Spouse	
Common Stock								729 (4)	I	Trustee Of Company Thrift Plan	

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

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Stock Option (5)	\$ 17.565	02/02/2016		А	22,000		(6)	02/02/2023	Common Stock	22
Performance Stock Unit (5)	<u>(7)</u>	02/02/2016		А	10,000		(7)	<u>(7)</u>	Common Stock	10
Restricted Stock Unit (5)	<u>(7)</u>	02/02/2016		А	5,000		(7)(8)	(7)(8)	Common Stock	5
Restricted Stock Unit (9)	<u>(7)</u>	02/02/2016		М		8,081 <u>(1)</u> <u>(2)</u>	(7)	(7)	Common Stock	8,

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HAMMOCK KELLI M 300 PEACH STREET P.O. BOX 7000 EL DORADO, AR 71731-7000			Senior Vice President				
<u></u>							

Signatures

/s/ E. Ted Botner, attorney-in-fact 02/04/2016

**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 7,300 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)

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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 2012 Long-Term Incentive Plan, the total includes 45.775% of the original award, plus shares equivalent in value to accumulated dividends.

- (3) Shares withheld for taxes on RSU vesting.
- (4) Includes 27 shares obtained through the Company Thrift Plan. The information in this report is based on a plan statement dated December 31, 2015.
- (5) Award granted under the 2012 Long-Term Incentive Plan.
- (6) The option vests in two equal installments, the first half two years after the original grant date and the final half three years after the original grant date
- (7) These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date
- (8) Vest date is February 2, 2019.
- (9) Performance-based restricted stock unit 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.