MURPHY OIL CORP /DE

Form 4

December 06, 2016

FORM 4

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

OMB APPROVAL OMB 3235-0287

Number:

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

burden hours per

response...

Estimated average

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

Check this box

obligations may continue.

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

ECKART JO	Symbol MURPHY OIL CORP /DE [MUR]					Issuer					
(Last) 300 PEACH 7000	3. Date of Earliest Transaction (Month/Day/Year) 12/02/2016					(Check all applicable) Director 10% Owner _X_ Officer (give title Other (specify below) Executive Vice President & CFO					
				endment, D onth/Day/Yea		ıl		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
EL DORADO, AR 71731-7000								Form filed by More than One Reporting Person			
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	etion Date 2A. Deemed eay/Year) Execution Date, any (Month/Day/Year)		Code (Instr. 3, 4 and 5)				Securities Beneficially Owned Following Reported Transaction(s)			
Common Stock	12/02/2016			Code V M	Amount 14,000	(D)	Price (1)	(Instr. 3 and 4) 58,853	D		
Common Stock	12/02/2016			D	14,000	D	\$ 32.835 (2)	44,853	D		
Common Stock								10,280 (3)	I	Trustee, Company	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

Thrift Plan

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required to respond unless the form displays a currently valid OMB control number.

8. Properties Secution (Inst

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. Transactic 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 of Underlying Securities (Instr. 3 and 4)		() ()
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit (4)	(1)	12/02/2016		M		14,000	<u>(4)</u>	<u>(4)</u>	Common Stock	14,000	
Phantom Stock Unit	<u>(5)</u>						(6)	<u>(6)</u>	Common Stock	1,879 (7)	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ECKART JOHN W 300 PEACH STREET P.O. BOX 7000 EL DORADO, AR 71731-7000

Executive Vice President & CFO

Signatures

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

**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) Each phantom stock unit is the economic equivalent of one (1) share of Murphy Oil Corporation common stock. On December 2, 2016, 14,000 of the reporting person's phantom stock units were settled for cash.
- (2) The phantom stock units were paid in cash based on the average high/low MUR price on December 2, 2016.
- (3) Includes 773 shares obtained through the Company Thrift Plan. The information in this report is based on a plan statement dated December 2, 2016.
- (4) Time-lapse award received on 12/3/2013; payable in cash on 12/2/2016 or forfeited if not with the Company at that time.

Reporting Owners 2

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- (5) Each phantom stock unit is the economic equivalent of one (1) share of Murphy Oil Corporation common stock.
- The reported phantom stock units were acquired under Murphy Oil Corporation's excess benefit plan and are to be settled upon the
- reporting person's retirement or other termination of service. The reporting person may transfer the value of his phantom stock units into an alternative investment account at any time prior to settlement.
- Includes 349 shares obtained under the Murphy Oil Corporation's excess benefit plan. The information in this report is based on a plan statement dated December 2, 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.