

NOLAN WILLIAM C JR
 Form 4
 February 03, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 NOLAN WILLIAM C JR

(Last) (First) (Middle)

P. O. BOX 7000, 200 PEACH STREET

(Street)

EL DORADO, AR 71731-7000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 MURPHY OIL CORP /DE [MUR]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock				(A) or (D) Price	300,264	D	
Common Stock				(A) or (D) Price	203,292	I	By self, co-trustees for children and descendant
Common Stock				(A) or (D) Price	100 ⁽¹⁾	I	By spouse.
Common Stock	02/01/2005		A	1,275 ₍₃₎ A \$ 0	2,015 ₍₃₎	D	

Edgar Filing: NOLAN WILLIAM C JR - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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 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)	8. Price of Underlying Security (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Option <u>(2)</u>	\$ 47.16					05/14/2004	05/14/2013	Common Stock	2,000
Stock Option <u>(2)</u>	\$ 47.16					05/14/2005	05/14/2013	Common Stock	2,000
Stock Option <u>(2)</u>	\$ 47.16					05/14/2006	05/14/2013	Common Stock	2,000
Stock Option <u>(2)</u>	\$ 60.59					02/03/2005	02/03/2014	Common Stock	700
Stock Option <u>(2)</u>	\$ 60.59					02/03/2006	02/03/2014	Common Stock	700
Stock Option <u>(2)</u>	\$ 60.59					02/03/2007	02/03/2014	Common Stock	700

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

NOLAN WILLIAM C JR
P. O. BOX 7000
200 PEACH STREET X
EL DORADO, AR 71731-7000

Signatures

William C.
Nolan, Jr. 02/03/2005

__Signature of Date
Reporting Person

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) Beneficial ownership is expressly disclaimed.
- (2) Non-Employee Director Stock Option issued under Non-Employee Director Stock Plan which was approved on May 14, 2003.
- (3) Restricted Stock issued pursuant to the Non-Employee Director Stock Plan approved on May 14, 2003. Reporting person has voting and dividend rights only.

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.