

SMETTE DARRYL G

Form 4

December 14, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SMETTE DARRYL G

2. Issuer Name **and** Ticker or Trading
Symbol
DEVON ENERGY CORP/DE
[DVN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
20 NORTH BROADWAY
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2005

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
SVP-MARKETING & MIDSTREAM

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

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

OKLAHOMA
CITY, OK 73102-8260

(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)	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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	12/12/2005		M		3,000	A	\$ 15.4688	66,893 D
Common Stock	12/12/2005		M		2,600	A	\$ 16.25	69,493 D
Common Stock	12/12/2005		M		5,400	A	\$ 16.25	74,893 D
Common Stock	12/12/2005		S		11,000	D	\$ 67.2	63,893 D
Common Stock	12/12/2005		A		11,300 (1)	A	\$ 0	75,193 D

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

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(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 Underlying (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 16.25	12/12/2005		M			2,600	12/09/1998	12/15/2006	Common Stock
Incentive Stock Option (right to buy)	\$ 66.39	12/12/2005		A		1,506		12/12/2005 ⁽²⁾	12/11/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.4688	12/12/2005		M			3,000	08/29/2000	12/09/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 16.25	12/12/2005		M			5,400	08/17/1999	12/15/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 66.39	12/12/2005		A		27,894		12/12/2005 ⁽²⁾	12/11/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SMETTE DARRYL G 20 NORTH BROADWAY OKLAHOMA CITY, OK 73102-8260	SVP-MARKETING & MIDSTREAM

Signatures

By: Janice A. Dobbs For: Darryl G. Smette 12/14/2005

**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) Restricted stock to vest twenty-five percent on the 12th day of December in each of the years 2006, 2007, 2008 and 2009.

(2) Stock Options to vest twenty percent on the 12th day of December in each of the years 2005, 2006, 2007, 2008 and 2009, expiring on December 11, 2013.

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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