

NOLAN WILLIAM C JR  
 Form 4  
 February 03, 2005

**FORM 4**

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

OMB APPROVAL

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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)	300,264	D	
Common Stock				(A) or (D)	203,292	I	By self, co-trustees for children and descendant
Common Stock				(A) or (D)	100 <sup>(1)</sup>	I	By spouse.
Common Stock	02/01/2005		A	1,275 <sub>(3)</sub>	A \$ 0 2,015 <sub>(3)</sub>	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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (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.  
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