

Zernell James T
 Form 4
 February 16, 2007

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 *
 Zernell James T

2. Issuer Name and Ticker or Trading Symbol
 NEWFIELD EXPLORATION CO /DE/ [NFX]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Vice President - Production

(Last) (First) (Middle)
 363 N. SAM HOUSTON
 PKWY.E.,#2020
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/14/2007

HOUSTON, TX 77060
 (City) (State) (Zip)

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

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)
			Code	V	Amount	(D)	Price
common stock	02/14/2007		A		16,667	A	\$ 0
					76,270 ⁽¹⁾	D	

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)

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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 Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee stock opt.-right to buy	\$ 14.91 <u>(2)</u>					<u>(2)</u>	02/10/2010	common stock	5,000
Employee stock opt.-right to buy	\$ 14.91 <u>(3)</u>					<u>(3)</u>	02/10/2010	common stock	5,000
Employee stock opt.-right to buy	\$ 19.02 <u>(4)</u>					<u>(4)</u>	02/09/2011	common stock	15,000
Employee stock opt.-right to buy	\$ 16.87 <u>(5)</u>					<u>(5)</u>	02/07/2012	common stock	10,000
Employee stock opt.-right to buy	\$ 16.25 <u>(6)</u>					<u>(6)</u>	08/14/2012	common stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zernell James T 363 N. SAM HOUSTON PKWY.E.,#2020 HOUSTON, TX 77060			Vice President - Production	

Signatures

Zernell

James T.
02/15/2007

**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) The total includes 211 shares acquired by the reporting person on June 30, 2006 and 255 shares acquired on December 31, 2006 under the Issuer's Employee Stock Purchase Plan.
- (2) Part of a grant to the reporting person of 15,000 shares from the Issuer's 1998 Stock Plan, exercisable at \$14.91 per share. The options vested in five annual installments beginning 2/10/2001.
- (3) Part of a grant to the reporting person of 5,000 shares from the Issuer's 2000 Stock Plan, exercisable at \$14.91 per share. The options vested in five annual installments beginning 2/10/2001.
- (4) Part of a grant to the reporting person of 15,000 shares from the Issuer's 2000 Stock Plan, exercisable at \$19.02 per share. The options vest(ed) in five annual installments beginning 2/09/2002.
- (5) Part of a grant to the reporting person of 10,000 shares from the Issuer's 2000 Stock Plan, exercisable at \$16.87 per share. The options vest(ed) in five annual installments beginning 2/07/2003.
- (6) Part of a grant to the reporting person of 10,000 shares from the Issuer's 2000 Stock Plan, exercisable at \$16.25 per share. The options vest(ed) in five annual installments beginning 8/14/2003.

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.