Massaro Lawrence S
Form 3
May 17, 2012

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 [*]
Â Massaro Lawrence S
(Last) (First) (Middle)

4 WATERWAY SQUARE PLACE, STE 100
(Street)

THE WOODLANDS,Â TXÂ 77380
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
05/07/2012

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)
VP - Corporate Development

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
common stock	366 (1)	D	Â
common stock	638	I	By 401(k)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Unit (2)	04/01/2014	04/01/2016	common stock	12,500	$ 0	D	Â
Restricted Stock Unit (3)	09/01/2012	09/01/2014	common stock	7,500	$ 0	D	Â
Restricted Stock Unit (4)	04/15/2015	02/10/2022	common stock	7,800	$ 0	D	Â
Restricted Stock Unit (5)	08/15/2012	08/15/2015	common stock	12,400	$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Massaro Lawrence S 4 WATERWAY SQUARE PLACE, STE 100 THE WOODLANDS,Â TXÂ 77380	Â	Â	Â VP - Corporate Development	Â

Signatures

/s/ Melissa L. Mong as attorney-in-fact for Lawrence S. Massaro	05/17/2012
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These shares were acquired by the reporting person on December 31, 2011 pursuant to the Newfield Exploration Company Employee Stock Purchase Plan.

(2) Restricted Stock Units were granted on May 4, 2011under the Companys 2009 Omnibus Stock Plan and vest in 33% increments on April 1, 2014, 2015 and 2016.

(3) Restricted Stock Units were granted on August 24, 2011 under the Companys 2011 Omnibus Stock Plan and vest in 33% increments on September 1, 2012, 2013 and 2014.

(4) Restricted Stock Units were granted on February 10, 2012 under the Companys 2011 Omnibus Stock Plan and have the potential to vest beginning on April 15, 2015 based on certain performance criteria.

(5) Restricted Stock Units were granted on February 10, 2012 under the Companys 2011 Omnibus Stock Plan and vest in 25% increments on August 15, 2012, 2013, 2014 and 2015.

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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