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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 OR 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **March 23, 2018**

NEWFIELD EXPLORATION COMPANY

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-12534
(Commission File Number)

72-1133047
(I.R.S. Employer
Identification No.)

**4 Waterway Square Place, Suite 100
The Woodlands, Texas 77380**
(Address of principal executive offices)

Registrant's telephone number, including area code: **(281) 210-5100**

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging Growth Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01 Entry into a Material Definitive Agreement.

Amended and Restated Credit Agreement

On March 23, 2018, the Company refinanced its existing revolving credit facility by entering into a revolving credit facility represented by an Amended and Restated Credit Agreement, dated as of March 23, 2018, by and among the Company, the lenders party thereto and JPMorgan Chase Bank, N.A., as administrative agent, (the "Credit Agreement"), which amended and restated the Company's existing credit facility in its entirety. The Credit Agreement, among other things:

- increased the aggregate commitments from \$1,800,000,000 to \$2,000,000,000;
- extended the maturity from June 25, 2020 to May 1, 2023; and
- added mechanics to increase commitments, subject to certain conditions, so long as the aggregate commitments under the credit facility do not exceed \$2,750,000,000.

The foregoing description of the Credit Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of the Credit Agreement. The Company will file the Credit Agreement with its quarterly report on Form 10-Q for the fiscal quarter ending March 31, 2018.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The description of the Credit Agreement in Item 1.01 is incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NEWFIELD EXPLORATION COMPANY

Date: March 26, 2018

By: /s/ Timothy D. Yang
Timothy D. Yang
General Counsel and Corporate Secretary