

| 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| 1. Name and Address of Reporting Person* <u>Massaro Lawrence S</u> <hr/> (Last) (First) (Middle) 4 WATERWAY SQUARE PLACE, STE 100 <hr/> (Street) THE WOODLANDS TX 77380 <hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>NEWFIELD EXPLORATION CO /DE/ [NFX]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>EVP & Chief Financial Officer</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>08/15/2018</u> | |

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 | | | | | | | | 8,241 | I | By 401(k) |
| common stock | 08/15/2018 | | M | | 9,015 ⁽¹⁾⁽²⁾ | A | \$0 | 207,987 | D | |
| common stock | 08/15/2018 | | M | | 6,335 ⁽¹⁾⁽²⁾ | A | \$0 | 214,322 | D | |
| common stock | 08/15/2018 | | M | | 4,816 ⁽¹⁾⁽²⁾ | A | \$0 | 219,138 | D | |
| common stock | 08/15/2018 | | D | | 20,166 ⁽²⁾ | D | \$25.9425 | 198,972 | D | |
| common stock | 08/15/2018 | | F | | 15,872 | D | \$25.9425 | 183,100 | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | | Date Exercisable | Expiration Date | | | | | | Title |
| Phantom Stock Unit | \$0 ⁽¹⁾ | 08/15/2018 | | M | | 9,015 | 08/15/2016 | 02/15/2019 | common stock | 9,015 | \$0 | 9,015 | D | |
| Phantom Stock Unit | \$0 ⁽¹⁾ | 08/15/2018 | | M | | 6,335 | 08/15/2017 | 02/15/2020 | common stock | 6,335 | \$0 | 12,670 | D | |
| Phantom Stock Unit | \$0 ⁽¹⁾ | 08/15/2018 | | M | | 4,816 | 08/15/2018 | 02/15/2021 | common stock | 4,816 | \$0 | 14,449 | D | |

Explanation of Responses:

- Each cash-settled restricted stock unit subject to this award is the economic equivalent of one share of the issuer's common stock and may be settled solely in cash.
- These transactions reflect the conversion of cash-settled restricted stock units into cash (i.e., the deemed acquisition and simultaneous disposition of the underlying shares of stock).

/s/ Timothy D. Yang as attorney-in-fact for Lawrence S. Massaro 08/16/2018

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.