

NEWFIELD EXPLORATION CO /DE/  
Form 8-K  
June 21, 2007

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): June 21, 2007**

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**NEWFIELD EXPLORATION COMPANY**  
**(Exact name of registrant as specified in its charter)**

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-12534**  
(Commission File Number)

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

**363 N. Sam Houston Parkway E., Suite 2020**  
**Houston, Texas 77060**

(Address of principal executive offices)

**Registrant's telephone number, including area code: (281) 847-6000**

**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)

- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Items 1.01 (Entry into a Material Definitive Agreement) and 8.01 (Other Events)**

On June 21, 2007, Newfield Exploration Company issued a press release announcing the signing of a purchase and sale agreement to sell all of its producing properties in the shallow water Gulf of Mexico to McMoRan Exploration Co. (NYSE: MMR) for a total cash consideration of \$1.1 billion and the assumption of liabilities associated with future abandonment of wells and platforms. A copy of the press release is furnished herewith as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Press release issued by Newfield Exploration Company on June 21, 2007.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

**NEWFIELD EXPLORATION COMPANY**

Date: June 21, 2007

By: /s/ TERRY W. RATHERT  
Terry W. Rathert  
Senior Vice President and Chief  
Financial Officer

**Exhibit Index**

**Exhibit No. Description**

99.1 Press release issued by Newfield Exploration Company on June 21, 2007.