Edgar Filing: RICHELS JOHN - Form 4

RICHELS JO	HN										
Form 4											
December 10,	, 2008										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL			
	UNITE	D STATES		ITIES A hington,			IGE C	COMMISSION	OMB Number:	3235-0287	
Check this box				0 /					Expires:	January 31,	
Section 16.				NGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated average burden hours per		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Section 17(a) of the Public Utility Holding Compa 30(h) of the Investment Company A					pany	ny Act of 1935 or Section					
(Print or Type Ro	esponses)										
RICHELS JOHN Symb DEV			Symbol	2. Issuer Name and Ticker or Trading Symbol DEVON ENERGY CORP/DE				5. Relationship of Reporting Person(s) to Issuer			
			[DVN]					(Check all applicable)			
(Last)	(First)	(Middle)	(Month/D	-	ansaction			X Director X Officer (give below)		Owner er (specify	
20 NORTH I	BROADWAY		12/08/20	008				Р	RESIDENT		
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
OKLAHOM CITY, OK 73								Form filed by M Person	More than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Yea	ar) Executio any	med on Date, if Day/Year)	3. Transactic Code (Instr. 8) Code V	4. Securiti on(A) or Dis (D) (Instr. 3, 4)	posed	of	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)	
Common Stock	12/08/2008			А	48,500 (1)	A	\$0	151,505	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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 65.32	12/08/2008		А	1,530	12/08/2008 <u>(2)</u>	12/07/2016	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 65.32	12/08/2008		А	125,070	12/08/2008 <u>(2)</u>	12/07/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
RICHELS JOHN 20 NORTH BROADWAY OKLAHOMA CITY, OK 73102-8260	Х		PRESIDENT			
Signatures						
By: Janice A. Dobbs For: John Richels	12/1	0/2008				

**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) Restricted Stock to vest 25% on the 8th day of December in each of the years 2009, 2010, 2011 and 2012.

(2) Stock Options to vest 20% on the 8th day of December in each of the years 2008, 2009, 2010, 2011 and 2012, expiring on December 7, 2016.

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.