

HOWARD ROBERT L
Form 4
December 03, 2009

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
HOWARD ROBERT L

2. Issuer Name and Ticker or Trading Symbol
DEVON ENERGY CORP/DE [DVN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
20 NORTH BROADWAY

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/02/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

OKLAHOMA
CITY, OK 73102-8260

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	12/02/2009		M	6,000 A \$ 27.975	32,910	D	
Common Stock	12/02/2009		F	2,483 D \$ 67.58	30,427	D	
Common Stock	12/02/2009		M	4,968 A \$ 18.95	35,395	D	
Common Stock	12/02/2009		F	1,393 D \$ 67.58	34,002	D	
Common Stock	12/02/2009		M	4,968 A \$ 21.635	38,970	D	

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Common Stock	12/02/2009	F	1,590	D	\$ 67.58	37,380	D	
Common Stock	12/02/2009	M	4,968	A	\$ 27.275	42,348	D	
Common Stock	12/02/2009	F	2,005	D	\$ 67.58	40,343	D	
Common Stock						6,905	I	by Managed Account
Common Stock						7,500	I	by Spouse
Common Stock						7,500	I	by Trust

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

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(9-02)

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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 18.95	12/02/2009		M	4,968	04/25/2003 05/10/2010	Common Stock	4,968
Non-Qualified Stock Option (right to buy)	\$ 21.635	12/02/2009		M	4,968	04/25/2003 05/09/2011	Common Stock	4,968
Non-Qualified Stock Option (right to buy)	\$ 27.275	12/02/2009		M	4,968	04/25/2003 05/14/2012	Common Stock	4,968
Non-Qualified Stock Option	\$ 27.975	12/02/2009		M	6,000	06/11/2003 06/11/2011	Common Stock	6,000

(right to buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOWARD ROBERT L 20 NORTH BROADWAY OKLAHOMA CITY, OK 73102-8260	X			

Signatures

By: Janice A. Dobbs For: Robert L.
Howard

12/03/2009

__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).

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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