

DEVON ENERGY CORP/DE  
Form 4  
December 16, 2004

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 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 \*  
**HEATLY DANNY J**

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)  
**12/15/2004**

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Vice President - Accounting

**OKLAHOMA**  
**CITY, OK 73102-8260**

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

(City) (State) (Zip)

**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)
			Code	V	Amount or Price		
Common Stock	12/15/2004		M		16,400 A \$ 14.5625	36,971	D
Common Stock	12/15/2004		S		16,400 D \$ 39.733	20,571	D
Common Stock	12/15/2004		M		12,400 A \$ 16.25	32,971	D
Common Stock	12/15/2004		S		12,400 D \$ 39.733	20,571	D
Common Stock	12/15/2004		M		2,380 A \$ 15.4688	22,951	D

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Common Stock	12/15/2004	S	2,380	D	\$ 39.733	20,571	D	
Common Stock	12/15/2004	M	8,620	A	\$ 15.4688	29,191	D	
Common Stock	12/15/2004	S	8,620	D	\$ 39.733	20,571	D	
Common Stock	12/15/2004	M	32,000	A	\$ 17.425	52,571	D	
Common Stock	12/15/2004	S	32,000	D	\$ 39.733	20,571	D	
Common Stock						658	I	by Managed Account

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

**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 control number.**

SEC 1474  
(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)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 15.4688	12/15/2004		M	2,380	08/29/2000 12/09/2009	Common Stock	2,380
Non-Qualified Stock Option (right to buy)	\$ 14.5625	12/15/2004		M	16,400	08/17/1999 12/10/2008	Common Stock	16,400
Non-Qualified Stock Option (right to buy)	\$ 15.4688	12/15/2004		M	8,620	08/29/2000 12/09/2009	Common Stock	8,620
Non-Qualified Stock Option (right to buy)	\$ 16.25	12/15/2004		M	12,400	12/16/1996 12/15/2006	Common Stock	12,400

Non-Qualified Stock Option (right to buy)	\$ 17.425	12/15/2004		M	32,000	12/04/2001	12/04/2011	Common Stock	32
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEATLY DANNY J 20 NORTH BROADWAY OKLAHOMA CITY, OK 73102-8260			Vice President - Accounting	

## Signatures

By: Janice A. Dobbs For: Danny J.  
Heatly

12/16/2004

\_\_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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