

DEVON ENERGY CORP/DE

Reported by
HACKETT JAMES T

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/30/03 for the Period Ending 04/25/03

Address	333 W. SHERIDAN AVENUE OKLAHOMA CITY, OK 73102
Telephone	4055528183
CIK	0001090012
Symbol	DVN
SIC Code	1311 - Crude Petroleum and Natural Gas
Fiscal Year	12/31

Buy) SGO-(95) NQ	\$28.23	04/25/2003		A	65,317	04/25/2003	09/16/2008	Common	65,317	(5)	65,317	D
Stock Option (Right to Buy) SGO-(95) NQ	\$28.23	04/25/2003		A	10,626	04/25/2003	09/16/2008	Common	10,626	(6)	10,626	D
Stock Option (Right to Buy) OEI-(98) NQ	\$16.45	04/25/2003		A	43,869	04/25/2003	03/20/2009	Common	43,869	(7)	43,869	D
Stock Option (Right to Buy) OEI-(99) NQ	\$23.55	04/25/2003		A	41,400	04/25/2003	05/25/2009	Common	41,400	(8)	41,400	D
Stock Option (Right to Buy) OEI-(99) NQ	\$25.51	04/25/2003		A	31,050	04/25/2003	09/16/2009	Common	31,050	(9)	31,050	D
Stock Option (Right to Buy) OEI-(99) NQ	\$17.66	04/25/2003		A	41,400	04/25/2003	01/03/2010	Common	41,400	(10)	41,400	D
Stock Option (Right to Buy) OEI-(99) NQ	\$41.36	04/25/2003		A	20,700	04/25/2003	09/17/2010	Common	20,700	(11)	20,700	D
Stock Option (Right to Buy) OEI-(99) NQ	\$40.15	04/25/2003		A	43,470	04/24/2003	01/02/2011	Common	43,470	(12)	43,470	D
Stock Option (Right to Buy) OEI-(99) NQ	\$47.94	04/25/2003		A	10,350	03/24/2003	07/16/2011	Common	10,350	(13)	10,350	D
Stock Option (Right to Buy) OEI-(99) ISO	\$45.07	04/25/2003		A	6,655	04/25/2003	01/02/2012	Common	6,655	(14)	6,655	D
Stock Option (Right to Buy) OEI-(99) NQ	\$45.07	04/25/2003		A	96,844	04/25/2003	01/02/2012	Common	96,844	(15)	96,844	D
Stock Option (Right to Buy) OEI-(01) NQ	\$49.03	04/25/2003		D	83,421	04/25/2003	01/02/2013	Common	83,421	(16)	83,421	D

Explanation of Responses:

(1) Received in exchange for 612,628 shares (including 1,302 shares acquired during 2002 as a participant in the OEI Employee Stock Purchase Plan) of Ocean Energy, Inc. ("OEI") Common Stock in connection with the merger of OEI into Devon Energy Corporation ("DEVN") (the "Merger"). On the effective date of the Merger, the closing price of DEVN Common Stock was \$48.65 per share, and the exchange rate was 0.414 shares of DEVN Common Stock for each share of OEI Common Stock.

(2) Represents share interest received in exchange for a 99,520 share interest held in the OEI Supplemental Benefit Plan as of April 25, 2003 in connection with the Merger. On the effective date of the Merger, the closing price of DEVN Common Stock was \$48.65 per share, and the exchange rate was 0.414 shares of DEVN Common Stock for each share of OEI Common Stock.

(3) Represents share interest received in exchange for a 1,095 share interest held in the Ocean Retirement Savings Plan as of April 25, 2003 in connection with the Merger. On the effective date of the Merger, the closing price of DEVN Common Stock was \$48.65 per share, and the exchange rate was 0.414 shares of DEVN Common Stock for each share of OEI Common Stock.

- (4) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 200,000 shares of OEI Common Stock for \$11.6875 per share.
- (5) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 157,772 shares of OEI Common Stock for \$11.6875 per share.
- (6) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 25,668 shares of OEI Common Stock for \$11.6875 per share.
- (7) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 105,966 shares of OEI Common Stock for \$6.8125 per share.
- (8) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 100,000 shares of OEI Common Stock for \$9.75 per share.
- (9) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 75,000 shares of OEI Common Stock for \$10.5625 per share.
- (10) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 100,000 shares of OEI Common Stock for \$7.3125 per share.
- (11) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 50,000 shares of OEI Common Stock for \$17.1250 per share.
- (12) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 105,000 shares of OEI Common Stock for \$16.6250 per share.
- (13) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 25,000 shares of OEI Common Stock for \$19.85 per share.
- (14) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 16,077 shares of OEI Common Stock for \$18.66 per share.
- (15) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 233,923 shares of OEI Common Stock for \$18.66 per share.
- (16) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 201,500 shares of OEI Common Stock for \$20.30 per share.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ **Janice A. Dobbs**

04/29/2003

**Signature of Reporting Person
Attorney-in-Fact for James T. Hackett

Date

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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