

DEVON ENERGY CORP/DE

Reported by
AGOSTA JEFFREY A.

FORM 3

(Initial Statement of Beneficial Ownership)

Filed 03/15/10 for the Period Ending 03/03/10

| | |
|-------------|---|
| 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 |

FORM 3

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

OMB APPROVAL
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INITIAL STATEMENT OF 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

| | | |
|---|--|--|
| 1. Name and Address of Reporting Person * Agosta Jeffrey A. | 2. Date of Event Requiring Statement (MM/DD/YYYY) 3/3/2010 | 3. Issuer Name and Ticker or Trading Symbol DEVON ENERGY CORP/DE [DVN] |
| (Last) (First) (Middle) 20 NORTH BROADWAY | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EVP AND CFO / | |
| (Street) OKLAHOMA CITY, OK 73102-8260 | 5. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) (State) (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 33524 | D | |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 4) | 2. Date Exercisable and Expiration Date (MM/DD/YYYY) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|---|--------------------------|--|----------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Incentive Stock Option (right to buy) | 12/4/2001 | 12/4/2011 (1) | Common Stock | 3200 | \$17.425 | D | |
| Incentive Stock Option (right to buy) | 12/2/2002 | 12/2/2012 (2) | Common Stock | 4338 | \$23.045 | D | |
| Incentive Stock Option (right to buy) | 11/29/2000 | 11/29/2010 (3) | Common Stock | 15472 | \$25.85 | D | |
| Incentive Stock Option (right to buy) | 12/4/2003 | 12/3/2011 (4) | Common Stock | 3784 | \$26.425 | D | |

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 4) | 2. Date Exercisable and Expiration Date (MM/DD/YYYY) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---------------------------|--|----------------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Incentive Stock Option (right to buy) | 12/9/2004 | 12/8/2012 (5) | Common Stock | 2600 | \$38.45 | D | |
| Incentive Stock Option (right to buy) | 12/8/2009 | 12/7/2017 (6) | Common Stock | 1567 | \$63.8 | D | |
| Incentive Stock Option (right to buy) | 12/8/2008 | 12/7/2016 (7) | Common Stock | 1530 | \$65.32 | D | |
| Incentive Stock Option (right to buy) | 12/12/2005 | 12/11/2013 (8) | Common Stock | 1506 | \$66.39 | D | |
| Incentive Stock Option (right to buy) | 12/12/2006 | 12/11/2014 (9) | Common Stock | 1408 | \$71.01 | D | |
| Incentive Stock Option (right to buy) | 12/10/2007 | 12/9/2015 (10) | Common Stock | 1121 | \$89.15 | D | |
| Non-Qualified Stock Option (right to buy) | 12/4/2003 | 12/3/2011 (4) | Common Stock | 14216 | \$26.425 | D | |
| Non-Qualified Stock Option (right to buy) | 12/9/2004 | 12/8/2012 (5) | Common Stock | 27400 | \$38.45 | D | |
| Non-Qualified Stock Option (right to buy) | 12/8/2009 | 12/7/2017 (6) | Common Stock | 25733 | \$63.8 | D | |
| Non-Qualified Stock Option (right to buy) | 12/8/2008 | 12/7/2016 (7) | Common Stock | 29470 | \$65.32 | D | |
| Non-Qualified Stock Option (right to buy) | 12/12/2005 | 12/11/2013 (8) | Common Stock | 14294 | \$66.39 | D | |
| Non-Qualified Stock Option (right to buy) | 12/12/2006 | 12/11/2014 (9) | Common Stock | 16592 | \$71.01 | D | |
| Non-Qualified Stock Option (right to buy) | 12/31/2007 | 12/30/2015 (11) | Common Stock | 1000 | \$88.91 | D | |
| Non-Qualified Stock Option (right to buy) | 12/10/2007 | 12/9/2015 (10) | Common Stock | 14979 | \$89.15 | D | |

Explanation of Responses:

- (1) Stock options to vest twenty percent on December 4, 2001, with the remaining stock options to vest twenty percent on the 4th day of December in each of the years 2002, 2003, 2004, and 2005, expiring December 4, 2011.
- (2) Stock options to vest twenty percent on December 2, 2002, with the remaining stock options to vest twenty percent on the 2nd day of December in each of the years 2003, 2004, 2005, and 2006, expiring December 2, 2012.
- (3) Stock options to vest twenty percent on November 29, 2000, with the remaining stock options to vest twenty percent on the 29th day of November in each of the years 2001, 2002, 2003, and 2004, expiring November 29, 2010.
- (4) Stock options to vest twenty percent on December 4, 2003, with the remaining stock options to vest twenty percent on the 4th day of December in each of the years 2004, 2005, 2006, and 2007, expiring December 3, 2011.

- (5) Stock options to vest twenty percent on December 9, 2004, with the remaining stock options to vest twenty percent on the 9th day of December in each of the years 2005, 2006, 2007, and 2008, expiring December 8, 2012.
- (6) Stock options to vest twenty percent on December 8, 2009, with the remaining stock options to vest twenty percent on the 8th day of December in each of the years 2010, 2011, 2012, and 2013, expiring December 7, 2017.
- (7) Stock options to vest twenty percent on December 8, 2008, with the remaining stock options to vest twenty percent on the 8th day of December in each of the years 2009, 2010, 2011, and 2012, expiring December 7, 2016.
- (8) Stock options to vest twenty percent on December 12, 2005, with the remaining stock options to vest twenty percent on the 12th day of December in each of the years 2006, 2007, 2008, and 2009, expiring December 11, 2013.
- (9) Stock options to vest twenty percent on December 12, 2006, with the remaining stock options to vest twenty percent on the 12th day of December in each of the years 2007, 2008, 2009, and 2010, expiring December 11, 2014.
- (10) Stock options to vest twenty percent on December 10, 2007, with the remaining stock options to vest twenty percent on the 10th day of December in each of the years 2008, 2009, 2010, and 2011, expiring December 9, 2015.
- (11) Stock options to vest twenty percent on December 31, 2007, with the remaining stock options to vest twenty percent on the 31st day of December in each of the years 2008, 2009, 2010, and 2011, expiring December 30, 2015.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Agosta Jeffrey A. 20 NORTH BROADWAY OKLAHOMA CITY, OK 73102-8260 | | | EVP AND CFO | |

Signatures

By: Janice A. Dobbs For: Jeffrey A. Agosta

3/15/2010

** Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, *see* Instruction 5(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.

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.

**POWER OF ATTORNEY
For Executing Forms 3, 4 and 5**

Know all by these presents, that the undersigned hereby constitutes and appoints Janice A. Dobbs and Lyndon C. Taylor, signing singly, the lawful attorney in fact of the undersigned in connection with matters related to Devon Energy Corporation to:

- (1) Execute for and on behalf of the undersigned Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Act of 1934 and the rules thereunder;
- (2) Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 3, 4 or 5 and the timely filing of such form with the United States Securities and Exchange Commission and any other authority; and
- (3) Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as may be approved in the discretion of such attorney in fact.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney in fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or any substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall continue in full force and effect with respect to the undersigned's holdings of and transactions in securities issued by Devon Energy Corporation, unless revoked in writing and delivered to the foregoing attorneys in fact.

This Power of Attorney supercedes any power of attorney previously executed by the undersigned in connection with matters substantially similar to those discussed herein, and any and all other previous powers of attorney are hereby revoked.

IN WITNESS WHEREOF, the undersigned executes this Power of Attorney effective this 3rd day of March, 2010.

/s/ Jeffrey A. Agosta