

DEVON ENERGY CORP/DE

Reported by
MITCHELL CHARLES F MD

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/29/03 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) OEI-(94) NQ	\$28.90	04/25/2003		A	968	04/25/2003	05/14/2006	Common	968	(5)	968	D
Stock Option (Right to Buy) OEI-(96) NQ	\$50.06	04/25/2003		A	1,937	04/25/2003	06/17/2007	Common	1,937	(6)	1,937	D
Stock Option (Right to Buy) OEI-(98) NQ	\$56.18	04/25/2003		A	10,350	04/25/2003	03/26/2008	Common	10,350	(7)	10,350	D
Stock Option (Right to Buy) OEI-(99) NQ	\$23.55	04/25/2003		A	4,140	04/25/2003	05/26/2009	Common	4,140	(8)	4,140	D
Stock Option (Right to Buy) OEI-(99) NQ	\$37.89	04/25/2003		A	2,484	04/25/2003	05/10/2010	Common	2,484	(9)	2,484	D
Stock Option (Right to Buy) OEI-(99) NQ	\$43.26	04/25/2003		A	2,484	04/25/2003	04/09/2011	Common	2,484	(10)	2,484	D
Stock Option (Right to Buy) OEI-(01) NQ	\$54.54	04/25/2003		D	2,484	04/25/2003	05/14/2012	Common	2,484	(11)	2,484	D

Explanation of Responses:

(1) Received in exchange for 4,322 shares of Ocean Energy, Inc. ("OEI") Common Stock in connection with 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 12,483 share interest held in the OEI Outside Directors Deferred Fee 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) Received in exchange for 11,700 shares of OEI Common Stock in connection with the Merger held in a profit sharing trust. 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 2,340 shares of OEI Common Stock for \$4.0070 per share.

(5) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 2,340 shares of OEI Common Stock for \$11.9660 per share.

(6) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 4,680 shares of OEI Common Stock for \$20.7270 per share.

(7) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 25,000 shares of OEI Common Stock for \$23.26 per share.

(8) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 10,000 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 6,000 shares of OEI Common Stock for \$15.6875 per share.

(10) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 6,000 shares of OEI Common Stock for \$17.91 per share.

(11) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 6,000 shares of OEI Common Stock for \$22.58 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 Charles F. Mitchell, M.D.

Date

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.