

# DEVON ENERGY CORP/DE

Reported by  
**FLUOR PETER J**

## 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-(93D)NQ														
Stock Option (Right to Buy) SGO-(93D)NQ	\$45.59	04/25/2003		A	2,484	04/25/2003	05/15/2005	Common	2,484	(5)	2,484	D		
Stock Option (Right to Buy) SGO-(93D)NQ	\$57.36	04/25/2003		A	2,484	04/25/2003	05/14/2006	Common	2,484	(6)	2,484	D		
Stock Option (Right to Buy) SGO-(93D)NQ	\$44.38	04/25/2003		A	2,484	04/25/2003	05/13/2007	Common	2,484	(7)	2,484	D		
Stock Option (Right to Buy) SGO-(93D)NQ	\$41.96	04/25/2003		A	2,484	04/25/2003	05/13/2008	Common	2,484	(8)	2,484	D		
Stock Option (Right to Buy) OEI-(99) NQ	\$23.55	04/25/2003		A	4,140	04/25/2003	05/25/2009	Common	4,140	(9)	4,140	D		
Stock Option (Right to Buy) OEI-(99) NQ	\$37.89	04/25/2003		A	2,484	04/25/2003	04/10/2010	Common	2,484	(10)	2,484	D		
Stock Option (Right to Buy) OEI-(99) NQ	\$43.26	04/25/2003		A	2,484	04/25/2003	05/09/2011	Common	2,484	(11)	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	(12)	2,484	D		

Explanation of Responses:

- (1) Received in exchange for 29,998 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 of DEVN Common Stock for each share of OEI Common Stock.
- (2) Represents share interest received in exchange for a 60,848 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 of DEVN Common Stock for each share of OEI Common Stock.
- (3) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 6,000 shares of OEI Common Stock for \$26.3750 per share.
- (4) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 6,000 shares of OEI Common Stock for \$25.50 per share.
- (5) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 6,000 shares of OEI Common Stock for \$18.8750 per share.
- (6) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 6,000 shares of OEI Common Stock for \$23.75 per share.
- (7) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 6,000 shares of OEI Common Stock for \$18.3750 per share.
- (8) Received in the Merger in exchange for a Non-Qualified Stock Option to acquire 6,000 shares of OEI Common Stock for \$17.3750 per share.
- (9) 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.
- (10) 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.
- (11) 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.
- (12) 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.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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\*\*Signature of Reporting Person  
Attorney-in-Fact for Peter J. Fluor

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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