

DEVON ENERGY CORP/DE

Reported by
NICHOLS J LARRY

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/03/12 for the Period Ending 11/29/12

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 4

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * NICHOLS J LARRY (Last) (First) (Middle) 333 W SHERIDAN AVE (Street) OKLAHOMA CITY, OK 73102 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol DEVON ENERGY CORP/DE [DVN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) EXECUTIVE CHAIRMAN
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">11/29/2012</p>		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
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/29/2012		M		122400.0	A	\$38.45	1991457.0	D	
Common Stock	11/29/2012		F		89473.0	D	\$52.6	1901984.0	D	
Common Stock	11/29/2012		F		13730.0	D	\$52.6	1888254.0	D	
Common Stock	11/29/2012		M		2600.0	A	\$38.45	1890854.0	D	
Common Stock	11/29/2012		M		205662.0	A	\$23.045	2096516.0	D	
Common Stock	11/29/2012		F		90104.0	D	\$52.6	2006412.0	D	
Common Stock	11/29/2012		F		48187.0	D	\$52.6	1958225.0	D	
Common Stock	11/29/2012		M		4338.0	A	\$23.045	1962563.0	D	
Common Stock								157248.0	I	by Spouse
Common Stock								85930.0	I	by Trust

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$23.045	11/29/2012		M		4338.0	12/2/2002	12/2/2012	Common Stock	4338.0	\$0.0	0.0	D	
Incentive Stock Option (right to buy)	\$38.45	11/29/2012		M		2600.0	12/9/2004	12/8/2012	Common Stock	2600.0	\$0.0	0.0	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						
Non-Qualified Stock Option (right to buy)	\$23.045	11/29/2012		M				205662.0	12/2/2002	12/2/2012	Common Stock	205662.0	\$0.0	0.0	D		
Non-Qualified Stock Option (right to buy)	\$38.45	11/29/2012		M				122400.0	12/9/2004	12/8/2012	Common Stock	122400.0	\$0.0	0.0	D		

Explanation of Responses:

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NICHOLS J LARRY 333 W SHERIDAN AVE OKLAHOMA CITY, OK 73102	X		EXECUTIVE CHAIRMAN	

Signatures

By: Carla D. Brockman For: Larry J Nichols

12/3/2012

** 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 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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