

# DEVON ENERGY CORP/DE

Reported by  
**RICCIARDELLO MARY P**

## FORM 5

(Annual Statement of Changes in Beneficial Ownership)

Filed 02/10/15 for the Period Ending 12/31/14

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 5

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

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[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
[ ] Form 3 Holdings Reported  
[ ] Form 4 Transactions Reported

## ANNUAL 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

<b>1. Name and Address of Reporting Person *</b>  <b>RICCIARDELLO MARY P</b>  (Last) (First) (Middle)  <b>333 W SHERIDAN AVE</b>  (Street)  <b>OKLAHOMA CITY, OK 73102</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>DEVON ENERGY CORP/DE [DVN]</b>  <b>3. Statement for Issuer's Fiscal Year Ended (MM/DD/YYYY)</b>  <b>12/31/2014</b>  <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  <input checked="" type="checkbox"/> Director <span style="margin-left: 100px;"><input type="checkbox"/> 10% Owner</span> <input type="checkbox"/> Officer (give title below) <span style="margin-left: 100px;"><input type="checkbox"/> Other (specify below)</span>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person
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**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)
				Amount	(A) or (D)	Price			
Common Stock	6/28/2013		L	11.355	A	\$52.46	21889 (1)	D	
Common Stock	6/30/2011		L	5.011	A	\$76.21	21889 (1)	D	
Common Stock	6/30/2009		L	3.431	A	\$56.48	21889 (1)	D	
Common Stock	9/30/2011		L	6.399	A	\$59.81	21889 (1)	D	
Common Stock	6/29/2012		L	8.707	A	\$54.44	21889 (1)	D	
Common Stock	12/28/2007		L	0.918	A	\$91.50	21889 (1)	D	
Common Stock	6/30/2014		L	8.368	A	\$78.81	21889 (1)	D	
Common Stock	3/29/2013		L	9.448	A	\$57.11	21889 (1)	D	
Common Stock	6/30/2010		L	5.587	A	\$63.77	21889 (1)	D	
Common Stock	12/31/2012		L	10.206	A	\$52.67	21889 (1)	D	
Common Stock	3/31/2011		L	3.888	A	\$92.28	21889 (1)	D	
Common Stock	9/28/2012		L	8.913	A	\$60.11	21889 (1)	D	
Common Stock	3/31/2014		L	9.379	A	\$64.24	21889 (1)	D	
Common Stock	12/31/2008		L	3.045	A	\$63.28	21889 (1)	D	
Common Stock	9/30/2009		L	4.041	A	\$67.88	21889 (1)	D	
Common Stock	9/30/2010		L	5.566	A	\$64.17	21889 (1)	D	
Common Stock	3/31/2009		L	3.803	A	\$50.79	21889 (1)	D	
Common Stock	12/31/2013		L	9.826	A	\$61.10	21889 (1)	D	
Common Stock	9/30/2013		L	10.005	A	\$59.78	21889 (1)	D	
Common Stock	3/31/2008		L	0.923	A	\$104.17	21889 (1)	D	

**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)
				Amount	(A) or (D)	Price			
							21889 <sup>(1)</sup>		
Common Stock	12/31/2009		L	3.718	A	\$73.96	21889 <sup>(1)</sup>	D	
Common Stock	3/30/2012		L	6.319	A	\$71.65	21889 <sup>(1)</sup>	D	
Common Stock	12/31/2010		L	4.612	A	\$77.63	21889 <sup>(1)</sup>	D	
Common Stock	12/30/2011		L	6.1	A	\$62.92	21889 <sup>(1)</sup>	D	
Common Stock	9/30/2008		L	1.572	A	\$102.05	21889 <sup>(1)</sup>	D	
Common Stock	6/30/2008		L	0.835	A	\$115.32	21889 <sup>(1)</sup>	D	
Common Stock	3/31/2010		L	4.388	A	\$62.80	21889 <sup>(1)</sup>	D	

**Table II - Derivative Securities Acquired, Disposed of, or 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 (MM/DD/YYYY)		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 at End of Issuer's Fiscal Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

(1) These acquisitions were not previously reported in separate transactions, but were previously included among the reporting person's indirect holdings. The amount of securities beneficially owned is, in each case, reported as of year-end 2014.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>RICCIARDELLO MARY P 333 W SHERIDAN AVE OKLAHOMA CITY, OK 73102</b>	<b>X</b>			

**Signatures**

/s/ Carla D. Brockman, attorney-in-fact for Mary P. Ricciardello

2/10/2015

\*\* 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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