

NEWFIELD EXPLORATION CO /DE/

Form 8-K

August 10, 2004

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

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported): August 9, 2004

NEWFIELD EXPLORATION COMPANY

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-12534
(Commission File Number)

72-1133047
(I.R.S. Employer
Identification No.)

**363 N. Sam Houston Parkway E., Suite 2020
Houston, Texas 77060**

(Address of Principal Executive Offices)

(281) 847-6000
(Registrant's Telephone Number, Including Area Code)

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Press Release dated August 9, 2004

Press Release dated August 9, 2004

NFX publication issued on August 9, 2004

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Item 5. Other Events and Regulation FD Disclosure

On August 9, 2004, Newfield issued a press release announcing the public offering of 4,700,000 shares (5,405,000 shares if the underwriters exercise in full their option to purchase additional shares to cover over-allotments) of its common stock. A copy of the press release is filed herewith as Exhibit 99.1.

On August 9, 2004, Newfield issued a press release announcing the commencement of a private placement offering to eligible purchasers of approximately \$300 million of its Senior Subordinated Notes due 2014. A copy of the press release is filed herewith as Exhibit 99.2.

On August 9, 2004, Newfield issued its @NFX publication, which includes updated tables detailing complete hedging positions as of August 8, 2004. A copy of this publication is furnished herewith as Exhibit 99.3.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits

- 99.1 Press release issued by Newfield Exploration Company on August 9, 2004.
- 99.2 Press release issued by Newfield Exploration Company on August 9, 2004.
- 99.3 @NFX publication issued by Newfield Exploration Company on August 9, 2004.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

**NEWFIELD EXPLORATION
COMPANY**

Date: August 10, 2004

By: /s/ BRIAN L. RICKMERS
Brian L. Rickmers
Controller (Principal Accounting
Officer)

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Exhibit Index

| Exhibit No. | Description |
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| 99.1 | Press release issued by Newfield Exploration Company on August 9, 2004. |
| 99.2 | Press release issued by Newfield Exploration Company on August 9, 2004. |
| 99.3 | @NFX publication issued by Newfield Exploration Company on August 9, 2004. |