

NEWFIELD EXPLORATION CO /DE/
Form 8-K
May 09, 2012

UNITED STATES
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): May 4, 2012

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.)

4 Waterway Square Place, Suite 100
The Woodlands, Texas 77380
(Address of principal executive offices)

Registrant's telephone number, including area code: (281) 210-5100

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07 Submission of Matters to a Vote of Security Holders

At the May 4, 2012 annual meeting of stockholders of Newfield Exploration Company (“Newfield”), Newfield’s stockholders (1) elected all of Newfield’s 11 nominees for director, (2) ratified the appointment of PricewaterhouseCoopers LLP as Newfield’s independent auditor for fiscal 2012, and (3) approved, by non-binding vote, named executive compensation by the following votes:

1. Election of Directors:

| Nominee | For | Against | Abstentions | Broker Non-Votes |
|----------------------|-------------|-----------|-------------|------------------|
| Lee K. Boothby | 106,045,283 | 3,532,370 | 25,507 | 9,890,022 |
| Philip J. Burguieres | 106,319,030 | 3,258,449 | 25,681 | 9,890,022 |
| Pamela J. Gardner | 107,967,834 | 1,472,133 | 163,193 | 9,890,022 |
| John Randolph Kemp | 108,035,089 | 1,403,238 | 164,833 | 9,890,022 |
| III | | | | |
| J. Michael Lacey | 108,950,690 | 486,613 | 165,857 | 9,890,022 |
| Joseph H. Netherland | 107,678,929 | 1,752,183 | 172,048 | 9,890,022 |
| Howard H. Newman | 106,505,831 | 3,078,580 | 18,749 | 9,890,022 |
| Thomas G. Ricks | 107,120,383 | 2,456,188 | 26,589 | 9,890,022 |
| Juanita F. Romans | 108,903,198 | 534,871 | 165,091 | 9,890,022 |
| C. E. (Chuck) Shultz | 107,167,742 | 2,415,456 | 19,962 | 9,890,022 |
| J. Terry Strange | 108,634,262 | 797,076 | 171,822 | 9,890,022 |

2. Ratification of Appointment of PricewaterhouseCoopers LLP as Independent Auditor:

| For | Against | Abstentions | Broker Non-Votes |
|-------------|-----------|-------------|------------------|
| 117,172,447 | 2,258,011 | 62,724 | 0 |

3. Advisory Vote to Approve Named Executive Compensation:

| For | Against | Abstentions | Broker Non-Votes |
|------------|------------|-------------|------------------|
| 95,130,496 | 14,319,858 | 152,806 | 9,890,022 |

SIGNATURES

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

NEWFIELD EXPLORATION COMPANY

Date: May 9, 2012

By:

/s/ John D. Marziotti
John D. Marziotti
General Counsel and Corporate Secretary

