



DIVISION OF
CORPORATION FINANCE
MAIL STOP 7010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549-7010

April 14, 2008

via U.S. mail and facsimile

Mr. Claiborne P. Deming
President and Chief Executive Officer
Murphy Oil Corporation
200 Peach Street
P.O. Box 7000
El Dorado, Arkansas 71731-7000

**Re: Murphy Oil Corporation
Form 10-K for Fiscal Year Ended December 31, 2007
Filed February 29, 2008
File No. 1-08590**

**Definitive Proxy Statement on Schedule 14A
Filed March 28, 2008
File No. 1-08590**

Dear Mr. Deming:

We have reviewed your filings and have the following comments. Please provide a written response to our comments. Please be as detailed as necessary in your explanation. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure. After reviewing this information, we may raise additional comments.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filing. We look forward to working with you in these respects. We welcome any questions you may have about our comments or any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Please confirm in writing that you will comply with the following comments in all future filings.

Form 10-K filed February 29, 2008

Risk Factors, page 7

1. In future filings, please revise the headings of your risk factors. As currently presented, the headings do not identify for securityholders the consequences of the risks being disclosed.

Definitive Proxy Statement filed December 26, 2007

2007 Director Compensation Table, page 6

2. In future filings, please disclose the aggregate number of stock awards and the aggregate number of option awards outstanding at fiscal year end held by each director. See the Instruction to Item 402(k)(2)(iii) and (iv).

Compensation Discussion & Analysis, page 10

3. You disclose that you target the 50th percentile or median for base salary, incentive and long-term compensation. You also disclose that actual compensation may vary from the targeted compensation amount based on a variety of factors. In future filings, for each named executive officer, please identify whether the actual amount of compensation they received was at, above or below the targeted percentile and as may be appropriate, explain the reasons for any divergence from the targeted percentile. See Item 402(b)(2)(ix) of Regulation S-K.
4. We refer you to Item 402(j) of Regulation S-K which requires disclosure of any agreement, contract, plan or arrangement, whether written or unwritten, that provides for potential payments to named executive officers upon termination or a change of control. In this regard, we note your footnote disclosure on page 19 regarding equity payments due to named executive officers upon a change of control. In future filings, please revise to include all the disclosure required by Item 402 (j) of Regulation S-K, including arrangements relating to potential payments under various termination scenarios.

Closing Comments

Please respond to these comments within 10 business days or tell us when you will provide us with a response. Please furnish a letter that keys your responses to our comments and provides any requested information. Detailed letters greatly facilitate our review. Please understand that we may have additional comments after reviewing your responses to our comments.

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We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes all information required under the Securities Exchange Act of 1934 and that they have provided all information investors require for an informed investment decision. Since the company and its management are in possession of all facts relating to a company's disclosure, they are responsible for the accuracy and adequacy of the disclosures they have made.

In connection with responding to our comments, please provide, in writing, a statement from the company acknowledging that:

- the company is responsible for the adequacy and accuracy of the disclosure in the filing;
- staff comments or changes to disclosure in response to staff comments do not foreclose the Commission from taking any action with respect to the filing; and
- the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

In addition, please be advised that the Division of Enforcement has access to all information you provide to the staff of the Division of Corporation Finance in our review of your filing or in response to our comments on your filing.

Please contact John Madison at (202) 551-3296 or Mellissa Duru at (202) 551-3757 with any questions.

Sincerely,

H. Roger Schwall
Assistant Director

cc: M. Duru
J. Madison