

NEWFIELD EXPLORATION COMPANY

PROCEDURES FOR REPORTING CONCERNS TO NON-EMPLOYEE DIRECTORS

Amended and Restated Effective as of November 7, 2008

The Board of Directors (the “**Board**”) of Newfield Exploration Company (together with its subsidiaries, “**Newfield**”) adopted these amended and restated procedures effective as of the date set forth above.

The Audit Committee of the Board and Newfield’s non-employee directors have established these procedures to enable anyone who has a concern about Newfield’s accounting, internal accounting controls or auditing practices to communicate those concerns directly to the Lead Director, the non-employee directors or the Audit Committee. Newfield has established a toll-free Ethics Line through a third party provider to communicate such concerns. The Ethics Line also may be used to report concerns about Newfield’s conduct or potential violations of laws or of Newfield’s codes or policies.

You may use the Ethics Line confidentially and anonymously. Upon receipt of a call, the third party provider will notify the chairperson of the Audit Committee. The chairperson will promptly review the communication and forward to the Lead Director, the other members of the Audit Committee or the other non-employee directors, as appropriate.

These procedures and the telephone number of the Ethics Line will be posted on Newfield’s website. Newfield does not permit retaliation of any kind against employees or other parties for good faith reports.