FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	<b>OF CHANG</b>	ES IN BENE	FICIAL O	WNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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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)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>LUNDQUIST ANDREW D</u>					2. Issuer Name and Ticker or Trading Symbol CONOCOPHILLIPS [ COP ]								(Che	ck all applic	ationship of Reporting k all applicable) Director Officer (give title		10% Ov	wner	
(Last) 16930 PA	(F ARK ROW	,	(Middle)		3. Date of Earliest Transacti 02/20/2023					n (Month/Day/Year)					below)				specify
(Street) HOUST(			77084 (Zip)		4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	Individual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Date			2. Transa Date (Month/D		Exec ay/Year) if any		A. Deemed Execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			Securitie Beneficia Owned F	. Amount of Securities Seneficially Owned Following		n: Direct r Indirect sstr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)		Price	Transact	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock 02/20/				/2023	2023		M		18,403 A		1	(1)	24,	,340		D			
Common Stock 02/2				02/20	/2023	2023		D		11,505 D		) {	\$104.92	2 12,835			D		
Common Stock 02/20/			/2023	2023		F		6,898 D \$		104.92	92 5,937			D					
		-	Table II -								osed of, convertil				Owned				
Derivative   Conversion   Date   Executi   Security   or Exercise   (Month/Day/Year)   if any		3A. Deemd Execution if any (Month/Da	Date, Transact			ion of		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		curity l)	3. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ow For Iy Dir or I (I) (	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or Nu of	umber					
Stock	(2)	02/20/2023			M			18,403	(3)		02/20/2023	Comm	on 18	8,403	\$0.00	0		D	

## **Explanation of Responses:**

- 1. Each stock unit was the economic equivalent of one share of common stock and settled in cash.
- 2. The stock units represent ConocoPhillips common stock on a 1-for-1 basis.

## Remarks:

Whitney A. Cox, Attorney in Fact (by Power of Attorney filed with the Commission on

02/22/2023

December 1, 2022)

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

<sup>3.</sup> The stock units will be forfeited if the reporting person separates from service prior to the end of an escrow period ending on the earliest to occur of the following: (a) termination of employment as a result of 3. The stock units will be fortested if the reporting person separates from service prior to the end of an escrow period ending on the earliest to occur of the following, (a) termination of employment after attainment of age 55 with five years of service; (c) termination of employment due to death or total disability; (d) termination of employment following a change in control; or (e) February 20, 2023. During the escrow period, the reporting person may not dispose of the stock units. The stock units will be settled in cash on the later of (a) the end of the escrow period or (b) the earlier of (i) death; (ii) February 20, 2023; or (iii) six months after separation from service in which case the stock units will be settled in cash based on the fair market value of the units on that date. The reporting person may also elect to defer all or part of the settlement value of the units to a later date.