## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287								
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hours per response:	0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Add		g Person <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol <u>CONOCOPHILLIPS</u> [ COP ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Lance Ryan	Michael			X	Director	10% Owner						
(Last) 16930 PARK F	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/05/2022	X	Officer (give title below) Chairman an	Other (specify below) d CEO						
10930 PAKK I	KOW DR.											
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ng (Check Applicable						
HOUSTON	HOUSTON TX 77084			X	Form filed by One Reporting Person							
(City)	(State)	(Zip)	—		Form filed by More the Person	an One Reporting						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	10/05/2022		М		1,168	A	(1)	45,690	D		
Common Stock	10/05/2022		F		497 <sup>(2)</sup>	D	\$115.5075	45,193	D		
Common Stock								50,661	Ι	By Lance Family Trust	
Common Stock								18,489.934 <sup>(3)</sup>	Ι	By ConocoPhillips Savings Plan	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of I		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Units	(4)	10/05/2022		М			1,168	10/05/2022 <sup>(5)</sup>	(6)	Common Stock	1,168	\$115.5075	0	D	

**Explanation of Responses:** 

1. Each stock unit was the economic equivalent of one share of common stock and settled in shares.

2. Includes Federal Tax withholding resulting from lapsing 1,168 Restricted Stock Units and 169 shares of Restricted Stock. The Human Resources and Compensation Committee ("HRCC") customarily reviews such requests to lapse restrictions after (1) the employee has reached age 55 and (2) the request has aged approximately one year. Only equity awards earned and vested prior to 2005 are subject to this review. The HRCC approved the request on October 5, 2022.

3. Includes units acquired through routine dividend transactions that are exempt under rule 16a-11 and through a qualified plan that are exempt under rule 16a-3.

4. The stock units represent ConocoPhillips common stock on a 1-for-1 basis.

5. On October 5, 2022, the HRCC approved a request of Mr. Lance to receive 100% of his restricted stock/units in shares. The HRCC customarily reviews such requests after (1) the employee has reached age 55 and (2) the request has aged approximately one year. Only equity awards earned and vested prior to 2005 are subject to this review.

6. The stock units do not have an expiration date

**Remarks:** 

Shannon B. Kinney (by Power of Attorney filed with the 10/06/2022 Commission on February 15. <u>2018)</u> \*\* 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.

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