FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

wasnington, D.C. 20549
------------------------

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL												
	OMB Number: 3235-028												
l	Estimated average burden												
l	hours per response:	0.5											

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*  NIBLOCK ROBERT A					2. Issuer Name <b>and</b> Ticker or Trading Symbol CONOCOPHILLIPS [ COP ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner					
(Last) (First) (Middle) 16930 PARK ROW DR.					3. Date of Earliest Transaction (Month/Day/Year) 08/31/2020										(give title		Other (s	- 1	
(Street) HOUSTON TX 77084 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable ne)  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																			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						Execution Date,			Code (I					4 and Securiti Benefic		es   F ally   ( Following   (	Form (D) o	n: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) or (D) Pri			Transact	Transaction(s) Instr. 3 and 4)			(Instr. 4)
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	4. Transactio Code (Ins				6. Date Exi Expiration (Month/Da	Date		Amount of		8. Price Derivati Security (Instr. 5			e C s F llly C	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisabl		xpiration ate	Title	Amoun or Numbe of Shares						
Stock Units	(1)	08/31/2020			A		104		(2)		(2)	Common Stock	104		\$38.01	58,135.28	6 <sup>(3)</sup>	D	

## **Explanation of Responses:**

- 1. The stock units convert to Conoco Phillips common stock on a 1-for-1 basis.
- 2. The reporting person has elected to receive payment in ten annual installments beginning one year following his separation from service, which election may be changed by the reporting person to provide for an alternative schedule of deferred payments.
- 3. Includes units acquired through routine dividend transactions that are exempt under rule 16a-11.

## Remarks:

See attached footnotes page.

Shannon B. Kinney, Attorney in Fact (by Power of Attorney 09/02/2020 filed on August 2, 2017)

\*\* Signature of Reporting Person

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.