FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

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* FARACI JOHN V						2. Issuer Name and Ticker or Trading Symbol CONOCOPHILLIPS [ COP ]									ationship c all appli Directo	cable)	ng Per	son(s) to Iss 10% Ov	
(Last) 16930 PA	ast) (First) (Middle) 930 PARK ROW DR.					3. Date of Earliest Transaction (Month/Day/Year) 07/31/2020									Officer (give title below)			Other (s below)	pecify
(Street) HOUSTON TX 77084  (City) (State) (Zip)  Table I - Non-				Deriva					of Original		`		Li	ne) X	Form to	filed by One filed by Mo n	e Rep	g (Check Ap orting Perso n One Repo	n
1. Title of Security (Instr. 3)  2. Trans. Date					enth/Day/Year) if a			A. Deemed xecution Date, any Month/Day/Year		3. 4. Secu Transaction Dispos Code (Instr. 5)		rities Acquired (A) o ed Of (D) (Instr. 3, 4 a (A) or (D) Pric		5. Amoun		es Form (D) o (I) (Ir in (S)		n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership (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. Deemed Execution D if any (Month/Day/	ate,	4. Transacti Code (Ins				6. Date Exc Expiration (Month/Day	Date		Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)				9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisabl		xpiration ate	Title	or Number of Shares						
Stock Units	(1)	07/31/2020			A		315		(2)		(2)	Common Stock	315	\$	37.1525	36,012.26	19 <sup>(3)</sup>	D	

## **Explanation of Responses:**

- 1. The stock units convert to ConocoPhillips common stock on a 1-for-1 basis.
- 2. The reporting person has elected to receive payment as a lump sum six months following 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 filed with the Commission on

08/04/2020

<u>August 2, 2017)</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.

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.