# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# FORM 8-K

#### **CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): August 1, 2024

# **ConocoPhillips**

(Exact name of registrant as specified in its charter)

Delaware	001-32395	01-0562944
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
incorporation)	File Number)	Identification N

925 N. Eldridge Parkway Houston, Texas 77079

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (281) 293-1000

Check the appropriate box below if the Form 8-K filprovisions:	ling is intended to simultaneously satisfy	the filing obligation of the registrant under any of the following
$\square$ Written communications pursuant to Rule 425 un	der the Securities Act (17 CFR 230.425)	
$\square$ Soliciting material pursuant to Rule 14a-12 under	the Exchange Act (17 CFR 240.14a-12)	
☐ Pre-commencement communications pursuant to	Rule 14d-2(b) under the Exchange Act (1	.7 CFR 240.14d-2(b))
$\square$ Pre-commencement communications pursuant to	o Rule 13e-4(c) under the Exchange Act (1	7 CFR 240.13e-4(c))
Securities registered pursuant to Section 12(b) of the	e Act:	
Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$.01 Par Value	СОР	New York Stock Exchange
7% Debentures due 2029	CUSIP-718507BK1	New York Stock Exchange
or Rule 12b-2 of the Securities Exchange Act of 1934		Rule 405 of the Securities Act of 1933 (§230.405 of this chapter)
Emerging growth company $\square$		
If an emerging growth company, indicate by check n revised financial accounting standards provided pure	_	se the extended transition period for complying with any new or t. $\Box$

# Item 2.02 Results of Operations and Financial Condition.

On August 1, 2024, ConocoPhillips issued a press release announcing the company's financial and operating results for the quarter ended June 30, 2024. A copy of the press release is furnished as Exhibit 99.1 hereto and incorporated herein by reference. Additional financial and operating information about the quarter is furnished as Exhibit 99.2 hereto and incorporated herein by reference.

# Item 9.01 Financial Statements and Exhibits.

# (d) Exhibits

Exhibit No.	Description
<u>99.1</u>	<ul> <li>Press release issued by ConocoPhillips on August 1, 2024.</li> </ul>
99.2	<ul> <li>Supplemental financial information.</li> </ul>
104	<ul> <li>Cover Page Interactive Data File (formatted as Inline XBRL and filed herewith).</li> </ul>

# **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

# **CONOCOPHILLIPS**

/s/ Christopher P. Delk
Christopher P. Delk
Vice President, Controller and General Tax Counsel

August 1, 2024

# ConocoPhillips announces second-quarter 2024 results, quarterly dividend and VROC

- Reported second-quarter 2024 earnings per share and adjusted earnings per share of \$1.98.
- Generated cash provided by operating activities of \$4.9 billion and cash from operations (CFO) of \$5.1 billion.
- Declared ordinary dividend of \$0.58 per share and variable return of cash (VROC) of \$0.20 per share payable in the third quarter.

HOUSTON—Aug. 1, 2024—ConocoPhillips (NYSE: COP) today reported second-quarter 2024 earnings and adjusted earnings of \$2.3 billion, or \$1.98 per share, compared with second-quarter 2023 earnings and adjusted earnings of \$2.2 billion, or \$1.84 per share.

"In the second quarter, we continued to deliver on our returns-focused value proposition, achieving record production and advancing our global LNG strategy. We announced a 34% increase in our ordinary dividend starting in the fourth quarter and remain committed to returning at least \$9 billion of capital for 2024," said Ryan Lance, chairman and chief executive officer. "Our previously announced plan to acquire Marathon Oil is progressing, and we expect to close late in the fourth quarter."

#### Second-quarter highlights and recent announcements

- Announced agreement to acquire Marathon Oil in an all-stock transaction.
- Delivered total company and Lower 48 production of 1,945 thousand barrels of oil equivalent per day (MBOED) and 1,105 MBOED, respectively.
- Reached first production ahead of schedule at Eldfisk North in Norway.
- Achieved significant milestones at Willow with arrival of Operations Center modules in Alaska and commencement of the Central Facility fabrication earlier than planned.
- Advanced global LNG strategy by signing a long-term regasification agreement at Zeebrugge LNG terminal in Belgium and a long-term LNG sales agreement in Asia, both commencing in 2027.
- Distributed \$1.9 billion to shareholders, including \$1.0 billion through share repurchases and \$0.9 billion through the ordinary dividend and VROC.
- Ended the quarter with cash and short-term investments of \$6.3 billion and long-term investments of \$1.0 billion.

#### Quarterly dividend and variable return of cash

ConocoPhillips declared a third-quarter ordinary dividend of \$0.58 per share and a VROC of \$0.20 per share, both payable Sept. 3, 2024, to stockholders of record at the close of business on Aug. 12, 2024.

In May, ConocoPhillips announced plans to increase the ordinary dividend by 34% to \$0.78 per share starting in the fourth quarter of 2024. This will incorporate the current VROC of \$0.20 per share into the ordinary dividend.

#### Second-quarter review

Production for the second quarter of 2024 was 1,945 MBOED, an increase of 140 MBOED from the same period a year ago. After adjusting for closed acquisitions and dispositions, second-quarter 2024 production increased 76 MBOED or 4% from the same period a year ago.

Lower 48 delivered production of 1,105 MBOED, including 748 MBOED from the Permian, 238 MBOED from the Eagle Ford and 105 MBOED from the Bakken.

Earnings and adjusted earnings increased from the second quarter of 2023. The quarter benefited from higher average realized prices, despite weaker Lower 48 gas realizations, and higher volumes. These increases were partially offset by higher depreciation, depletion and amortization and higher operating costs. The company's total average realized price was \$56.56 per BOE, 4% higher than the \$54.50 per BOE realized in the second quarter of 2023.

For the quarter, cash provided by operating activities was \$4.9 billion. Excluding a \$0.1 billion change in working capital, ConocoPhillips generated CFO of approximately \$5.1 billion. The company funded \$3.0 billion of capital expenditures and investments, repurchased \$1.0 billion of shares and paid \$0.9 billion in ordinary dividends and VROC.

#### Six-month review

ConocoPhillips' six-month 2024 earnings were \$4.9 billion, or \$4.14 per share, compared with six-month 2023 earnings of \$5.2 billion, or \$4.22 per share. Six-month 2024 adjusted earnings were \$4.7 billion, or \$4.02 per share, compared with six-month 2023 adjusted earnings of \$5.2 billion, or \$4.22 per share.

Production for the first six months of 2024 was 1,923 MBOED, an increase of 125 MBOED from the same period a year ago. After adjusting for closed acquisitions and dispositions, production increased 60 MBOED or 3% from the same period a year ago.

The company's total realized price during this period was \$56.58 per BOE, 2% lower than the \$57.63 per BOE realized in the first six months of 2023.

In the first six months of 2024, cash provided by operating activities was \$9.9 billion. Excluding a \$0.3 billion change in working capital, ConocoPhillips generated CFO of \$10.2 billion and received disposition proceeds of \$0.2 billion. The company funded \$5.9 billion of capital expenditures and investments, repurchased \$2.3 billion of shares and paid \$1.8 billion in ordinary dividends and VROC and retired debt of \$0.5 billion at maturity.

#### Outlook

Third-quarter 2024 production is expected to be 1.87 to 1.91 million barrels of oil equivalent per day (MMBOED), inclusive of approximately 90 MBOED of turnaround impacts in Canada, Lower 48, Alaska, Norway, Malaysia and Qatar. Full-year production is expected to be approximately 1.93 to 1.94 MMBOED, as compared to prior guidance of 1.91 to 1.95 MMBOED, reflecting strong second-quarter results.

Full-year guidance for adjusted corporate segment net loss is lowered to \$0.8 to \$0.9 billion from prior guidance of \$1.0 to \$1.1 billion, and full-year depreciation, depletion and amortization guidance is lowered to \$9.3 to \$9.4 billion versus prior guidance of \$9.4 to \$9.6 billion. This is partially offset by increased adjusted operating cost guidance of \$9.2 to \$9.3 billion versus prior guidance of \$8.9 to \$9.1 billion, primarily due to increased transportation and processing costs and inflationary pressures in the Lower 48.

Full-year capital expenditures guidance is updated to approximately \$11.5 billion versus prior range of \$11.0 to \$11.5 billion, due to strong progress on Willow and increased Lower 48 partner-operated activity.

ConocoPhillips will host a conference call today at 12:00 p.m. Eastern time to discuss this announcement. To listen to the call and view related presentation materials and supplemental information, go to www.conocophillips.com/investor. A recording and transcript of the call will be posted afterward.

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#### **About ConocoPhillips**

ConocoPhillips is one of the world's leading exploration and production companies based on both production and reserves, with a globally diversified asset portfolio. Headquartered in Houston, Texas, ConocoPhillips had operations and activities in 13 countries, \$96 billion of total assets, and approximately 10,200 employees at June 30, 2024. Production averaged 1,923 MBOED for the six months ended June 30, 2024, and proved reserves were 6.8 BBOE as of Dec. 31, 2023.

For more information, go to www.conocophillips.com.

#### **Contacts**

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#### CAUTIONARY STATEMENT FOR THE PURPOSES OF THE "SAFE HARBOR" PROVISIONS OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995

This news release contains forward-looking statements as defined under the federal securities laws. Forward-looking statements relate to future events, plans and anticipated results of operations, business strategies, and other aspects of our operations or operating results. Words and phrases such as "ambition," "anticipate," "estimate," "believe," "budget," "continue," "could," "intend," "may," "plan," "potential," "predict," "seek," "should," "will," "would," "expect," "objective," "projection," "goal," "guidance," "outlook," "effort," "target" and other similar words can be used to identify forward-looking statements. However, the absence of these words does not mean that the statements are not forward-looking. Where, in any forward-looking statement, the company expresses an expectation or belief as to future results, such expectation or belief is expressed in good faith and believed to be reasonable at the time such forward-looking statement is made. However, these statements are not guarantees of future performance and involve certain risks, uncertainties and other factors beyond our control. Therefore, actual outcomes and results may differ materially from what is expressed or forecast in the forward-looking statements. Factors that could cause actual results or events to differ materially from what is presented include changes in commodity prices, including a prolonged decline in these prices relative to historical or future expected levels; global and regional changes in the demand, supply, prices, differentials or other market conditions affecting oil and gas, including changes resulting from any ongoing military conflict, including the conflicts in Ukraine and the Middle East, and the global response to such conflict, security threats on facilities and infrastructure, or from a public health crisis or from the imposition or lifting of crude oil production quotas or other actions that might be imposed by OPEC and other producing countries and the resulting company or third-party actions in response to such changes; insufficient liquidity or other factors, such as those listed herein, that could impact our ability to repurchase shares and declare and pay dividends such that we suspend our share repurchase program and reduce, suspend, or totally eliminate dividend payments in the future, whether variable or fixed; changes in expected levels of oil and gas reserves or production; potential failures or delays in achieving expected reserve or production levels from existing and future oil and gas developments, including due to operating hazards, drilling risks or unsuccessful exploratory activities; unexpected cost increases, inflationary pressures or technical difficulties in constructing, maintaining or modifying company facilities; legislative and regulatory initiatives addressing global climate change or other environmental concerns; public health crises, including pandemics (such as COVID-19) and epidemics and any impacts or related company or government policies or actions; investment in and development of competing or alternative energy sources; potential failures or delays in delivering on our current or future low-carbon strategy, including our inability to develop new technologies; disruptions or interruptions impacting the transportation for our oil and gas production; international monetary conditions and exchange rate fluctuations; changes in international trade relationships or governmental policies, including the imposition of price caps, or the imposition of trade restrictions or tariffs on any materials or products (such as aluminum and steel) used in the operation of our business, including any sanctions imposed as a result of any ongoing military conflict, including the conflicts in Ukraine and the Middle East; our ability to collect payments when due, including our ability to collect payments from the government of Venezuela or PDVSA; our ability to complete the proposed acquisition of Marathon Oil Corporation (Marathon Oil) or any other announced or any other future dispositions or acquisitions on time, if at all; the possibility that regulatory approvals, consents or authorizations for the Marathon Oil acquisition or any other announced or any other future dispositions or acquisitions will

not be received on a timely basis, if at all, or that such approvals may be subject to conditions neither we nor Marathon Oil anticipated or may require modification to the terms of the transactions or our remaining business; business disruptions relating to the Marathon Oil acquisition or following any other announced or other future dispositions or acquisitions, including the diversion of management time and attention; the ability to deploy net proceeds from our announced or any future dispositions in the manner and timeframe we anticipate, if at all; the receipt of other requisite approvals for the Marathon Oil acquisition, including the approval of Marathon Oil stockholders, the satisfaction of other closing conditions on a timely basis or at all or the failure of the Marathon Oil acquisition to close for any other reason or to close on anticipated terms; our ability to successfully integrate Marathon Oil's business and technologies, which may result in the combined company not operating as effectively and efficiently as expected; our ability to achieve the expected benefits and synergies from the Marathon Oil acquisition in a timely manner, or at all; potential liability for remedial actions under existing or future environmental regulations; potential liability resulting from pending or future litigation, including litigation related directly or indirectly to our transaction with Concho Resources Inc.; the impact of competition and consolidation in the oil and gas industry; limited access to capital or insurance or significantly higher cost of capital or insurance related to illiquidity or uncertainty in the domestic or international financial markets or investor sentiment; general domestic and international economic and political conditions or developments, including as a result of any ongoing military conflict, including the conflicts in Ukraine and the Middle East; changes in fiscal regime or tax, environmental and other laws applicable to our business; and disruptions resulting from accidents, extraor

Cautionary Note to U.S. Investors – The SEC permits oil and gas companies, in their filings with the SEC, to disclose only proved, probable and possible reserves. We may use the term "resource" in this news release that the SEC's guidelines prohibit us from including in filings with the SEC. U.S. investors are urged to consider closely the oil and gas disclosures in our Form 10-K and other reports and filings with the SEC. Copies are available from the SEC and from the ConocoPhillips website.

**Use of Non-GAAP Financial Information** – To supplement the presentation of the company's financial results prepared in accordance with U.S. generally accepted accounting principles (GAAP), this news release and the accompanying supplemental financial information contain certain financial measures that are not prepared in accordance with GAAP, including adjusted earnings (calculated on a consolidated and on a segment-level basis), adjusted earnings per share (EPS), cash from operations (CFO), adjusted corporate segment net loss and adjusted operating costs.

The company believes that the non-GAAP measure adjusted earnings (both on an aggregate and a per-share basis) is useful to investors to help facilitate comparisons of the company's operating performance associated with the company's core business operations across periods on a consistent basis and with the performance and cost structures of peer companies by excluding items that do not directly relate to the company's core business operations. Adjusted earnings is defined as earnings removing the impact of special items. Adjusted EPS is a measure of the company's diluted net earnings per share excluding special items. The company further believes that the non-GAAP measure CFO is useful to investors to help understand changes in cash provided by operating activities excluding the timing effects associated with operating working capital changes across periods on a consistent basis and with the performance of peer companies. Adjusted corporate segment net loss is defined as corporate and other segment earnings adjusted for special items. Adjusted operating costs is defined as the sum of production and operating expenses and selling, general and administrative expenses, adjusted for special items. The company believes that the above-mentioned non-GAAP measures, when viewed in combination with the company's results prepared in accordance with GAAP, provides a more complete understanding of the factors and trends affecting the company's business and performance. The company's Board of Directors and management also use these non-GAAP measures to analyze the company's operating performance across periods when overseeing and managing the company's business.

Each of the non-GAAP measures included in this news release and the accompanying supplemental financial information has limitations as an analytical tool and should not be considered in isolation or as a substitute for an analysis of the company's results calculated in accordance with GAAP. In addition, because not all companies use identical calculations, the company's presentation of non-GAAP measures in this news release and the accompanying supplemental financial information may not be comparable to similarly titled measures disclosed by other companies, including companies in our industry. The company may also change the calculation of any of the non-GAAP measures included in this news release and the accompanying supplemental financial information from time to time in light of its then existing operations to include other adjustments that may impact its operations.

Reconciliations of each non-GAAP measure presented in this news release to the most directly comparable financial measure calculated in accordance with GAAP are included in the release.

Other Terms – This news release also contains the term pro forma underlying production. Pro forma underlying production reflects the impact of closed acquisitions and closed dispositions as of June 30, 2024. The impact of closed acquisitions and dispositions assumes a closing date of January 1, 2023. The company believes that underlying production is useful to investors to compare production reflecting the impact of closed acquisitions and dispositions on a consistent go-forward basis across periods and with peer companies. Return of capital is defined as the total of the ordinary dividend, share repurchases and variable return of cash (VROC). References in the release to earnings refer to net income.

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#### Table 1: Reconciliation of earnings to adjusted earnings

\$ millions, except as indicated

		20	Q24		2Q23				2024 YTD				2023 YTD			
	Pre-tax	Income tax	After-tax	Per share of common stock (dollars)	Pre-tax	Income tax	After-tax	Per share of common stock (dollars)	Pre-tax	Income tax	After-tax	Per share of common stock (dollars)	Pre-tax	Income tax	After-tax	Per share of common stock (dollars)
Earnings			\$ 2,32	9 1.98			2,232	1.84			4,880	4.14			5,152	4.22
Adjustments:																
(Gain) loss on asset sales	_	_	-		_	-	_	_	(86)	20	(66)	(0.06)	_	_	_	_
Tax adjustments	_	_	-		_	_	_	_	_	(76)	(76)	(0.06)	_	_	_	_
Adjusted earnings / (loss)			\$ 2,32	9 1.98			2,232	1.84			4,738	4.02			5,152	4.22

The income tax effects of the special items are primarily calculated based on the statutory rate of the jurisdiction in which the discrete item resides.

ConocoPhillips	
Table 2: Reconciliation of net cash provided by operating activities to cash from operations	
\$ millions, except as indicated	
	 2Q24
Net Cash Provided by Operating Activities	\$ 4,919
Adjustments:	
Net operating working capital changes	(148)
Cash from operations	\$ 5,067

# ConocoPhillips

# Table 3: Reconciliation of reported production to pro forma underlying production

In MBOED, except as indicated

	2Q24	2Q23	2024 YTD	2023 YTD
Total reported ConocoPhillips production	1,945	1,805	1,923	1,798
Closed Dispositions <sup>1</sup>	_	(2)	_	(2)
Closed Acquisitions <sup>2</sup>	_	66	_	67
Total pro forma underlying production	1,945	1,869	1,923	1,863

<sup>1</sup>Includes production related to various Lower 48 dispositions.

<sup>2</sup>Includes production related to the acquisition of remaining 50% working interest in Surmont.

ConocoPhillips Table 4: Reconciliation of adjusted corporate segment net loss \$ millions, except as indicated	
	2024 Full Year Guidance
Corporate and other earnings	(800) - (900)
Adjustments to exclude special items: None	_
Adjusted corporate segment net loss	(800) - (900)

Aujusted Corporate segment net ioss	(800) - (900)
ConocoPhillips	
Table 5: Reconciliation of production and operating expenses to adjusted operating costs	
\$ millions, except as indicated	
	2024 Full Year Guidance
Production and operating expenses	8,550 - 8,600
Selling, general and administrative (G&A) expenses	650 - 700
Operating Costs	9,200 - 9,300
Adjustments to exclude special items:	
None	_
Adjusted operating costs	9,200 - 9,300



# Second-Quarter 2024 Detailed Supplemental Information

			2023					2024		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
\$ Millions, Except as Indicated										
CONSOLIDATED INCOME STATEMENT										
Revenues and Other Income										
Sales and other operating revenues	14,811	12,351	14,250	14,729	56,141	13,848	13,620			27,468
Equity in earnings of affiliates	499	412	388	421	1,720	421	403			824
Gain (loss) on dispositions	93	(1)	108	28	228	93	(5)			88
Other income (loss)	114	122	120	129	485	114	118			232
Total Revenues and Other Income	15,517	12,884	14,866	15,307	58,574	14,476	14,136			28,612
Costs and Expenses										
Purchased commodities	6,138	4,616	5,543	5,678	21,975	5,334	4,858			10,192
Production and operating expenses	1,779	1,886	1,995	2,033	7,693	2,015	2,164			4,179
Selling, general and administrative expenses	159	205	169	172	705	178	164			342
Exploration expenses	138	83	92	85	398	112	102			214
Depreciation, depletion and amortization	1,942	2,010	2,095	2,223	8,270	2,211	2,334			4,545
Impairments	1	_	11	2	14	_	34			34
Taxes other than income taxes	576	512	536	450	2,074	555	536			1,091
Accretion on discounted liabilities	68	68	68	79	283	80	80			160
Interest and debt expense	188	179	194	219	780	205	198			403
Foreign currency transactions (gain) loss	(44)	(14)	55	95	92	(18)	9			(9)
Other expenses	10	(23)	8	7	2	(4)	(2)			(6)
Total Costs and Expenses	10,955	9,522	10,766	11,043	42,286	10,668	10,477			21,145
Income (loss) before income taxes	4,562	3,362	4,100	4,264	16,288	3,808	3,659			7,467
Income tax provision (benefit)	1,642	1,130	1,302	1,257	5,331	1,257	1,330			2,587
Net Income (loss)	2,920	2,232	2,798	3,007	10,957	2,551	2,329			4,880
Net Income Per Share of Common Stock (dollars)										
Basic	2.38	1.84	2.33	2.53	9.08	2.16	1.99			4.15
Diluted	2.38	1.84	2.32	2.52	9.06	2.15	1.98			4.14
Weighted-Average Common Shares Outstanding (in thou:	sands)*									
Basic	1,220,228	1,207,443	1,196,641	1.187.144	1,202,757	1,177,921	1,168,198			1,173,410
Diluted			1,199,746	1,189,903	1,205,675		1,170,299			1,175,595
*Ending Common Shares Outstanding is 1,161,250 as of Ju					,,-	,,-	, ,, ,,			, ,,,,,,
31, 2024.										
INCOME (LOSS) BEFORE INCOME TAXES										
Alaska	567	510	606	737	2,420	468	495			963
Lower 48	2,378	1,581	2,257	2,008	8,224	1,766	1,626			3,392
	2,373				428					
Canada		43	125	252		236	347			583
Europe, Middle East and North Africa	1,244	982	893	1,135	4,254	1,081	917			1,998
Asia Pacific	582	451	509	462	2,004	517	539			1,056
Other International	1	(5)	1	(10)	(13)	(1)	3			2
Corporate and Other	(218)	(200)	(291)	(320)	(1,029)	(259)	(268)			(527)
Consolidated	4,562	3,362	4,100	4,264	16,288	3,808	3,659			7,467



			2023					2024		
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
EFFECTIVE INCOME TAX RATES										
Alaska*	26.7 %	27.0 %	26.1 %	26.4 %	26.5 %	26.1 %	27.4 %			26.8 %
Lower 48	22.1 %	22.2 %	21.1 %	20.4 %	21.4 %	21.8 %	22.6 %			22.2 %
Canada	21.9 %	26.6 %	(48.6)%	29.5 %	6.1 %	23.6 %	24.6 %			24.2 %
Europe, Middle East and North Africa	70.6 %	73.1 %	71.7 %	73.0 %	72.1 %	71.9 %	72.5 %			72.2 %
Asia Pacific	10.3 %	14.1 %	8.9 %	(27.3)%	2.1 %	0.9 %	17.8 %			9.5 %
Other International	- %	- %	756.2 %	18.8 %	(0.2)%	7.7 %	- %			(3.1)%
Corporate and Other	(11.3)%	75.9 %	(14.3)%	38.3 %	20.2 %	33.8 %	7.2 %			20.2 %
Consolidated	36.0 %	33.6 %	31.8 %	29.5 %	32.7 %	33.0 %	36.3 %			34.6 %
*Alaska including taxes other than income taxes.	42.3 %	41.1 %	40.8 %	32.9 %	39.0 %	42.5 %	42.5 %	•		42.5 %



1st Qtr 2nd Qtr 3rd Qtr 4th Qtr Full Year 1st Qtr 2nd Qtr 3rd Qtr 4th Qtr YTD \$ Millions **EARNINGS BY SEGMENT** Alaska 416 372 448 542 1,778 346 360 706 2,640 Lower 48 1,852 1,230 1,781 1,598 6,461 1,381 1,259 402 6 178 180 261 441 Canada 32 186 Europe, Middle East and North Africa 365 1,189 251 264 253 307 304 555 Asia Pacific 522 387 465 587 1,961 512 444 956 Other International 1 (4) (8) (13) (1) 3 2 (2) (49) (197) (821) (171) (420) Corporate and Other (242)(333)(249)Consolidated 2,920 2,232 2,798 3,007 10,957 2,551 2,329 4,880 **SPECIAL ITEMS** Alaska 100 100 Lower 48 66 66 Canada 92 92 Europe, Middle East and North Africa Asia Pacific 52 203 255 76 76 Other International Corporate and Other (47) (58) (105) Consolidated 197 145 342 142 142 Detailed reconciliation of these items is provided on page 5. **ADJUSTED EARNINGS** Alaska 416 372 448 542 1,778 346 360 706 Lower 48 1,852 1,230 1,598 6,361 1,681 1,315 1.259 2,574 178 310 Canada 6 32 94 180 261 441 Europe, Middle East and North Africa 365 264 253 307 1,189 304 251 555 Asia Pacific 522 387 413 384 1,706 436 444 880 Other International (13) 1 (4) (2) (8) (1) 3 2 (249) Corporate and Other (242) (286) (139) (716) (171) (420) (49) Consolidated 2,920 2,232 2,601 2,862 10,615 2,409 2,329 4,738

2023

2024



	2023					2024						
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD		
ADJUSTED EFFECTIVE INCOME TAX RATES												
Alaska	26.7 %	27.0 %	26.1 %	26.4 %	26.5 %	26.1 %	27.4 %			26.8 %		
Lower 48	22.1 %	22.2 %	22.3 %	20.4 %	21.8 %	21.7 %	22.6 %			22.1 %		
Canada	21.9 %	26.6 %	24.5 %	29.5 %	27.6 %	23.6 %	24.6 %			24.2 %		
Europe, Middle East and North Africa	70.6 %	73.1 %	71.7 %	73.0 %	72.1 %	71.9 %	72.5 %			72.2 %		
Asia Pacific	10.3 %	14.1 %	19.1 %	16.7 %	14.8 %	15.6 %	17.8 %			16.7 %		
Other International	-%	- %	756.2 %	18.8 %	(0.2)%	7.7 %	- %			(3.1)%		
Corporate and Other	(11.3)%	75.9 %	(23.1)%	43.5 %	20.2 %	33.8 %	7.2 %			20.2 %		
Consolidated	36.0 %	33.6%	36.0 %	34 0 %	35.0%	35.3 %	36.3 %			35.8 %		



		2023						2024					
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD			
\$ Millions													
DETAILED SPECIAL ITEMS													
Alaska													
Total	_	_	_	_	_		_			_			
Lower 48													
Gain (loss) on asset sales	_	_	94	_	94	86	-			86			
Subtotal before income taxes	_	_	94	_	94	86	-			86			
Income tax provision (benefit)	_	_	(6)	_	(6)	20	-			20			
Total	_	_	100	_	100	66	-			66			
Canada													
Income tax provision (benefit) <sup>1</sup>	_	_	(92)	_	(92)	_	_			_			
Total	_	_	92	_	92	_	_			_			
Europe, Middle East and North Africa													
Total	_	_	_	_	_		-			_			
Asia Pacific													
Income tax provision (benefit) <sup>2</sup>	_	_	(52)	(203)	(255)	(76)	-			(76)			
Total	_	_	52	203	255	76	=			76			
Other International													
Total	_	_	_	_	_		_			_			
Corporate and Other													
Gain (loss) on CAD FX derivative	_	_	(59)	(73)	(132)	_	_			_			
Subtotal before income taxes	_	_	(59)	(73)	(132)		_			_			
Income tax provision (benefit)	_	_	(12)	(15)	(27)	_	-			_			
Total	_	_	(47)	(58)	(105)		-			_			
Total Company	_	_	197	145	342	142	-			142			

Total Company

\*Includes a tax adjustment in 3Q23 related to closure of an audit.

<sup>&</sup>lt;sup>2</sup>Includes a tax adjustment in 3Q23 and 1Q24 related to Malaysia deepwater investment tax incentive and 4Q23 adjustment related to reversal of a tax reserve.



2nd Qtr 3rd Qtr Full Year 1st Otr 2nd Qtr 4th Qtr YTD 1st Otr 4th Qtr 3rd Qtr \$ Millions **CONSOLIDATED BALANCE SHEET** 4,294 6,974 5,735 8,830 5,635 5,635 5,574 4,294 Cash and cash equivalents Short-term investments 1,635 1,080 616 971 971 487 1,723 1,723 Accounts and notes receivable 5,280 4,517 5,658 5,461 5,461 5,444 5,285 5,285 Accounts and notes receivable—related parties 16 13 14 22 22 14 13 13 1,258 1,236 1,326 1,398 1,398 1,443 1,447 1,447 Inventories Prepaid expenses and other current assets 953 919 738 852 852 759 963 963 16,116 13,501 13,721 Total Current Assets 17,181 14,330 14,330 13,734 13,734 Investments and long-term receivables 8,197 8,618 8,731 9,130 9,130 9,132 9,304 9,304 Net properties, plants and equipment 65,090 65,452 65,561 70,044 70,044 69,907 70,226 70,226 Other assets 2.038 2.034 2.178 2.420 2.420 2.588 2.730 2,730 Total Assets 91,441 89,605 93,651 95,924 95,924 95,348 95,994 95,994 Liabilities 5,078 5,083 5,083 5,065 5,065 4.597 5.119 5.101 Accounts payable Accounts payable—related parties 22 29 24 34 34 37 91 91 Short-term debt 1.317 879 881 1,074 1,074 1.113 1.312 1.312 1,692 1,919 2,016 2,016 Accrued income and other taxes 2,847 1,811 1,811 2,116 Employee benefit obligations 420 552 691 774 774 405 516 516 1,799 Other accruals 1,869 1,704 1,229 1,229 1,391 1,324 1,324 Total Current Liabilities 11,553 9,548 10,005 10,005 10,163 10,324 10.338 10.324 17,304 17,040 17,040 Long-term debt 15,266 15,565 18,182 17,863 17,863 Asset retirement obligations and accrued 6,357 7,220 7,141 7,238 7,238 6,324 6,425 7,220 environmental costs Deferred income taxes 7,927 8,038 8,325 8,813 8,813 8,776 8,927 8,927 Employee benefit obligations 1,007 981 956 1,009 1,009 990 990 967 Other liabilities and deferred credits 1,581 1,585 1,680 1,735 1,735 1,672 1,730 1,730 Total Liabilities 43,658 42,074 45,906 46.645 46,645 46.023 46 249 46,249 Equity Common stock issued Par value 21 21 21 21 21 21 21 21 Capital in excess of par 61,100 61,169 61,262 61,303 61,303 61,300 61,381 61,381 (64,529) (66,974) (68,005)(61,904)(63,217)(65,640)(65,640)(68,005)Treasury stock Accumulated other comprehensive income (loss) (6,027)(5,925) (5,961) (5,673)(5,673)(5,917) (5,961) (5,961) 55,483 62,309 Retained earnings 54,593 56,952 59,268 59,268 60,895 62,309 47,783 47,531 47,745 49,279 49,279 49,325 49,745 49,745 Total Equity 91,441 95,994 Total Liabilities and Equity 89,605 93,651 95,924 95,924 95,348 95,994

2023

2024



2023 2024 2nd Qtr Full Year 2nd Otr \$ Millions 1st Otr 3rd Otr 4th Otr 1st Otr 3rd Qtr 4th Otr YTD **CASH FLOW INFORMATION Cash Flows from Operating Activities** 2,920 2,798 3,007 10,957 2,551 2,329 4,880 Net income (loss) 2.232 2,095 Depreciation, depletion and amortization 1,942 2,010 2,223 8,270 2,211 2,334 4,545 14 34 34 **Impairments** 1 11 2 Dry hole costs and leasehold impairments 68 34 49 11 162 19 29 48 68 Accretion on discounted liabilities 68 68 79 283 80 80 160 Deferred taxes 324 165 264 392 1,145 87 124 211 Distributions more (less) than income from equity 491 161 268 44 964 308 56 364 affiliates (Gain) loss on dispositions (93)1 (108)(28)(228)(93) 5 (88) 28 (220) 76 Other (35)23 (236)(66) 10 Net working capital changes (283)(845)(23)(231)(1,382)(112)(148)(260)**Net Cash Provided by Operating Activities** 5,403 3,854 5,445 5,263 19.965 4,985 4.919 9.904 **Cash Flows from Investing Activities** Capital expenditures and investments (2,897)(2,923)(2,545)(2,883)(11,248)(2,916)(2,969)(5,885)Working capital changes associated with investing 208 (122)(261)205 30 169 4 173 (2,724)Acquisition of businesses, net of cash acquired (2,724)49 49 Proceeds from asset dispositions 188 238 187 173 5 19 632 178 Net sales (purchases) of investments 1,065 484 311 (487)1,373 405 (1,199)(794)Other 7 (76) (63) (21) (13) (12) 18 8 **Net Cash Used in Investing Activities** (1,448) (2,316)(2,384)(5,852) (12,000) (2,141)(4,151) (6,292) **Cash Flows from Financing Activities** Net issuance (repayment) of debt (43)(64)2,651 (136)2,408 (505)(58) (563)Issuance of company common stock (97)2 38 (52) (61)4 (57)(1,700)(1,300)(1,300)(1,100)(5,400)(1,325)(1,021)(2,346)Repurchase of company common stock Dividends paid (1,488)(1,350)(1,337)(1,408)(5,583)(924)(915)(1,839)Other 2 (13)(23)(34)(10)(53)(63)**Net Cash Used in Financing Activities** (3,326)(2,725)29 (2,639)(8,661)(2,825)(2,043)(4,868)**Effect of Exchange Rate Changes** (104) (58) 12 51 (99) 4 (69) (73)Net Change in Cash, Cash Equivalents and Restricted Cash 525 (1,245)3,102 (3,177)(795)(54) (1,271)(1,325)Cash, cash equivalents and restricted cash at beginning of 6 694 7,219 5,974 9,076 6,694 5,899 5,845 5,899 neriod Cash, Cash Equivalents and Restricted Cash at End of Period 5,974 9,076 5,899 5,899 5,845 4,574 4,574 7.219 Restricted cash is included in the "Other assets" line of our Consolidated Balance Sheet. **CAPITAL EXPENDITURES AND INVESTMENTS** Alaska 371 565 720 691 1.411 406 363 1.705 Lower 48 1,704 1,653 1,521 1,609 6,487 1,616 1,649 3,265 131 Canada 136 92 117 111 456 152 283 Europe, Middle East and North Africa 209 277 219 227 358 267 1,111 446 79 354 Asia Pacific 63 103 109 45 135 90 Other International Corporate and Other 379 378 212 164 345 166 1,135 181 **Total Capital Expenditures and Investments** 2,897 2,923 2,545 2,883 11,248 2,916 2,969 5,885 Capitalized interest included in total capital expenditures and 26 39 45 43 153 50 58 108



2023 2024 1st Qtr 2nd Qtr Full Year 1st Qtr 2nd Qtr 3rd Qtr 4th Qtr YTD 3rd Qtr 4th Qtr **TOTAL SEGMENTS** Production Total (MBOED) 1,792 1,805 1,806 1,902 1,826 1,902 1,945 1,923 Crude Oil (MBD) Consolidated operations 926 918 914 936 923 928 942 934 Equity affiliates 15 11 13 13 13 13 16 13 Total 937 931 927 949 936 944 955 949 NGL (MBD) 264 275 283 293 279 271 287 279 Consolidated operations Equity affiliates 7 8 8 8 8 8 8 8 271 283 291 301 287 279 295 287 Total Bitumen (MBD) Consolidated operations 69 66 64 125 81 129 133 131 Total 69 66 64 125 81 129 133 131 Natural Gas (MMCFD) Consolidated operations 1,922 1,896 1,889 1,954 1,916 2,035 2,123 2,079 Equity affiliates 1,166 1,251 1,252 1,207 1,219 1,267 1,247 1,257 3,135 3,302 3,336 Total 3,088 3,147 3,141 3,161 3,370 **Industry Prices** Crude Oil (\$/BBL) WTI 76.13 73.78 82.26 78.32 77.62 76.96 80.57 78.76 51.31 69.36 56.43 58.93 57.57 WCS 58.62 66.96 62.27 Brent dated 81.27 78.39 86.76 84.05 82.62 83.24 84.94 84.09 100.49 87.19 88.70 92.29 JCC (\$/BBL) 84.04 83.08 84.19 88.24 Natural Gas (\$/MMBTU) 2.74 1.89 Henry Hub first of month 3.44 2.09 2.54 2.88 2.25 2.07 **Average Realized Prices** 54.50 60.86 60.05 58.39 56.60 56.58 Total (\$/BOE) 58 21 56.56 Crude Oil (\$/BBL) Consolidated operations 77.60 74.18 83.22 80.83 78.97 78.67 81.31 80.00 **Equity affiliates** 80.97 75.10 78.73 79.23 78.45 76.94 80.34 78.47 Total 77.65 74.19 83.15 80.80 78.96 78.64 81.30 79.98 NGL (\$/BBL) Consolidated operations 24.97 20.05 22.52 21.22 22.12 23.35 21.84 22.57 49.59 Equity affiliates 57.71 43.62 39.53 47.09 52.09 49.83 51.00 Total 25.84 20.72 23.01 21.97 22.82 24.25 22.60 23.40 Bitumen (\$/BBL) Consolidated operations 29.49 41.01 57.85 42.34 42.15 44.30 54.59 49.44 Total 29.49 41.01 57.85 42.34 42.15 44.30 54.59 49.44 Natural Gas (\$/MCF) 3.75 Consolidated operations 5.65 2.89 3.29 3.89 2.91 1.88 2.39 Equity affiliates 9.95 8.23 7.73 8.03 8.46 8.26 7.98 8.12 Total 7.30 5.04 5.06 5.41 5.69 5.02 4.22 4.61



			2023			2024				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
Exploration Expenses (\$ Millions)										
Dry holes	49	23	37	_	109	19	25			44
Leasehold impairment	19	11	12	11	53	_	4			4
Total noncash expenses	68	34	49	11	162	19	29			48
Other (G&A, G&G and lease rentals)	70	49	43	74	236	93	73			166
Total exploration expenses	138	83	92	85	398	112	102			214
U.S. exploration expenses	108	51	29	37	225	66	42			108
International exploration expenses	30	32	63	48	173	46	60			106
DD&A (\$ Millions)										
Alaska	260	267	259	275	1,061	324	321			645
Lower 48	1,319	1,407	1,489	1,507	5,722	1,432	1,557			2,989
Canada	91	84	89	156	420	158	166			324
Europe, Middle East and North Africa	153	139	134	161	587	180	175			355
Asia Pacific	113	108	117	117	455	110	107			217
Other International	_	_	_	_	_	_	_			_
Corporate and Other	6	5	7	7	25	7	8			15
Total DD&A	1,942	2,010	2,095	2,223	8,270	2,211	2,334			4,545





2024 2023 2nd Qtr Full Year YTD 1st Otr 3rd Qtr 4th Qtr 1st Qtr 2nd Qtr 3rd Qtr 4th Qtr **AVERAGE REALIZED PRICES** Crude Oil (\$/BBL) Consolidated operations 82.22 76.09 86.98 87.25 83.05 83.59 86.44 85.08 Alaska Lower 48 74.36 72.06 80.75 77.43 76.19 75.51 78.72 77.14 Canada 65.07 59.40 70.83 66.32 66.19 64.40 68.90 66.57 80.39 85.35 84.56 85.36 Norway 85.34 87.27 83.96 84.74 78.65 87.74 85.92 83.07 85.44 84.73 Libya 84.11 Europe, Middle East and North Africa 83.52 79.64 87.45 85.60 83.96 84.83 84.62 84.74 80.35 China 76.93 75.27 84.71 84.53 80.59 82.16 81.47 89.99 83.92 92.63 92.64 90.11 89.40 91.70 90.56 Malaysia Asia Pacific 83.50 78.64 89.10 87.47 84.79 85.05 86.47 85.81 Total consolidated operations 77.60 74.18 83.22 80.83 78.97 78.67 81.31 80.00 Equity affiliates 80.97 75.10 78.73 79.23 78.45 76.94 80.34 78.47 Total 77.65 74.19 83.15 80.80 78.96 78.64 81.30 79.98 NGL (\$/BBL) Consolidated operations 20.93 Lower 48 24.58 19.61 22.03 21.73 22.67 21.57 22.10 Canada 29.02 17.11 26.26 30.28 26.13 35.47 27.01 31.23 47.91 37.06 43.08 38.48 41.13 46.32 39.60 43.99 Europe, Middle East and North Africa 47.91 37.06 43.08 38.48 41.13 46.32 39.60 43.99 Total consolidated operations 24.97 20.05 22.52 21.22 22.12 23.35 22.57 21.84 Equity affiliates 49.59 57.71 43.62 39.53 47.09 52.09 49.83 51.00 Total 25.84 20.72 23.01 21.97 22.82 24.25 22.60 23.40 Bitumen (\$/BBL) Canada 29.49 41.01 57.85 42.34 42.15 44.30 54.59 49.44 49.44 29.49 41.01 42.34 42.15 44.30 54.59 Total 57.85 Natural Gas (\$/MCF) Consolidated operations 4.38 4.47 3.91 4.03 3.96 Alaska 4.58 4.40 4.48 Lower 48 2.92 1.43 2.24 1.93 2.12 1.57 0.32 0.92 Canada 4.64 0.56 0.67 1.27 1.80 1.01 0.36 0.66 18.04 11.32 10.07 12.70 13.33 9.02 9.89 9.44 Norway Libya 7.67 6.67 5.86 5.78 6.49 6.39 6.23 6.31 Europe, Middle East and North Africa 12.12 17.18 10.83 9.61 12.68 8.81 9.59 9.18 Malaysia 3.95 3.98 3.81 4.30 4.10 3.77 3.60 3.68 3.95 Asia Pacific 4.30 4.10 3.60 3.68 3.98 3.81 3.77 Total consolidated operations 5.65 2.89 3.75 3.89 2.91 1.88 2.39 3.29 Equity affiliates 9.95 8.23 7.73 8.03 8.46 8.26 7.98 8.12 Total 7.30 5.04 5.06 5.41 5.69 5.02 4.22 4.61



			2024							
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	Full Year	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
CORPORATE AND OTHER										
Corporate and Other Earnings (Loss) (\$ Millions)	(242)	(49)	(333)	(197)	(821)	(171)	(249)			(420)
Detail of Earnings (Loss) (\$ Millions)										
Net interest expense	(90)	(86)	(91)	(93)	(360)	(93)	(89)			(182)
Corporate G&A expenses	(90)	(96)	(87)	(84)	(357)	(105)	(78)			(183)
Technology*	6	(11)	(14)	(15)	(34)	(24)	(44)			(68)
Other	(68)	144	(141)	(5)	(70)	51	(38)			13
Total	(242)	(49)	(333)	(197)	(821)	(171)	(249)			(420)
Before-Tax Net Interest Expense (\$ Millions)										
Interest expense	(214)	(218)	(239)	(262)	(933)	(255)	(256)			(511)
Capitalized interest*	26	39	45	43	153	50	58			108
Interest revenue	95	97	110	101	403	101	95			196
Total	(93)	(82)	(84)	(118)	(377)	(104)	(103)			(207)
*Capitalized interest represents interest from externa an expected construction period of one year or longer		ich is capitalize	ed on major pr	rojects with						
Debt										
Total debt (\$ Millions)	16,583	16,444	19,063	18,937	18,937	18,417	18,352			18,352
Debt-to-capital ratio (%)	26 %	26 %	29 %	28 %	28 %	27 %	27 %			27
Equity (\$ Millions)	47,783	47,531	47,745	49,279	49,279	49,325	49,745			49,745

#### REFERENCE

#### **Commonly Used Abbreviations**

Earnings Net Income (Loss) Attributable to ConocoPhillips DD&A

Depreciation, Depletion and Amortization

G&G Geological and Geophysical G&A General and Administrative JCC Japan Crude Cocktail LNG Liquefied Natural Gas NGLs Natural Gas Liquids WCS Western Canadian Select WTI West Texas Intermediate

#### Units of Measurement

Barrel

BOE Barrel of Oil Equivalent MMBBL Million of Barrels

MBD Thousand of Barrels per Day

MBOED Thousand of Barrels of Oil Equivalent per Day

MCF **Thousand Cubic Feet** MMBTU Million British Thermal Units MMCFD Million Cubic Feet per Day