## 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										
	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*  FARACI JOHN V					2. Issuer Name and Ticker or Trading Symbol CONOCOPHILLIPS [ COP ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
FARA	<u>JI JUHN</u>	<u>V</u>			1						,			:	X Direct	or		10% O	wner
(Last) 16930 PA	(First) (Middle) ARK ROW DR.					3. Date of Earliest Transaction (Month/Day/Year) 01/15/2019									Office below	(give title		Other ( below)	specify
(Street)					4. I	f Ame	endment,	Date	of Origina	l Filed	I (Month/D	ay/Year)		6. Ir		Joint/Group	Filinç	g (Check Ap	pplicable
HOUST	ON T	X	77084			X								Form filed by More than One Reporting					
(City)	(S	tate)	(Zip)												Perso	n 			
		Tab	le I - Nor	า-Deriv	ative	e Se	curitie	s Ac	quired	Dis	posed (	of, or B	enet	ficial	ly Owne	t			
Dat			Date	Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year		, Transaction Dispose Code (Instr. 5)		rities Acquired (A) ed Of (D) (Instr. 3,			Benefic Owned	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	nt (A) or (D)		Price	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)	
		Т	able II -								osed of converti				Owned				
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,	Code (In				6. Date Exercis Expiration Date (Month/Day/Yea			7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	or Nu of	nount mber ares					
Stock Units	(1)	01/15/2019			Α		3,320		(2)		(2)	Common Stock	3,	320	\$66.27	26,885.205	4 <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 as a lump sum six months following separation from service, which election may be changed by the reporting person to provide for deferred payments.
- 3. Includes units acquired through routine dividend transactions that are exempt under rule 16a-11.

# Remarks:

Shannon B. Kinney, Attorney in Fact (by Power of Attorney filed with the Commission on

01/17/2019

August 2, 2017)

\*\* Signature of Reporting Person Date

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$ 

- $^{\star}$  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.