FORM 4

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

Washington,	D.C.	20549
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Check this box if no longer subject to						
Section 16. Form 4 or Form 5						
obligations may continue. See						
Instruction 1/h)						

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

l	od Address of	Reporting Person*							cker or Tra					Relationshheck all ap	plicable)	ting Pe	rson(s) to Iss 10% Ov	
(Last) 16930 PA	Last) (First) (Middle) 6930 PARK ROW DR.					3. Date of Earliest Transaction (Month/Day/Year) 01/31/2023								Offi belo	er (give title w)	e	Other (s below)	specify
(Street) HOUST(		tate) (	77084 Zip)		,				of Original		`		Lir	ne) X For For Per	m filed by O m filed by M son	ne Rep	ng (Check Ap porting Perso an One Repo	n
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3)  2. Transar Date (Month/Date)					Execution Date			e, Transaction Disposed Of Code (Instr. 5)		ities Acquired (A) or d Of (D) (Instr. 3, 4 and		Beneficially Owned Following Reported		Forn (D) c	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	v	Amount	t (A) or Pr			action(s) 3 and 4)				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
Security or Exercise (Month/Day/Year) if ar				Date,		ransaction Code (Instr.				6. Date Exercisable a Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		re es ally eg d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisab		expiration late	Title	Amount or Number of Shares					
Stock Units	(1)	01/31/2023			A		64		(2)	T	(2)	Common Stock	64	\$120.59	76,508.8	921(3)	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 in five 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

Whitney A. Cox, Attorney in Fact (by Power of Attorney filed with the Commission on March 2, 2022)

02/02/2023

\*\* 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.