FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP nange Act of 1934 Act of 1940

OMB APPROVAL								
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J	Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities or Section 30(h) of the Investment Compa	

02/20/2022

02/20/2022

02/20/2022

Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
(City)	(State)	(Zip)						Form filed by Mor Person	e than One Rep	orting
(Street) HOUSTON	TX	77084	4. If Ar	nendment, Date of (Original Filed	(Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Form filed by One	e Reporting Pers	son
(Last) 16930 PARK F	(First)	(Middle)	3. Date 02/20	e of Earliest Transac /2022	ction (Month/E	ay/Year)	X	Officer (give title below) Other (specify below) Senior Vice President		
1. Name and Address of Reporting Person* <u>LUNDQUIST ANDREW D</u>				er Name and Ticke NOCOPHILL		,		tionship of Reportin all applicable) Director	10% (Owner

Code

M

D

F

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 Date, if any (Month/Day/Year)	4. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Units	(2)	02/20/2022		M			16,558	(3)	02/20/2022	Common Stock	16,558	\$0.00	0	D	

Explanation of Responses:

Common Stock

Common Stock

Common Stock

- 1. Each stock unit was the economic equivalent of one share of common stock and settled in cash.
- 2. The stock units represent ConocoPhillips common stock on a 1-for-1 basis.

3. The stock units will be forfeited if the reporting person separates from service prior to the end of an escrow period ending on the earliest to occur of the following: (a) termination of employment as a result of 3. The stock units will be fortested if the reporting person separates from service prior to the end of an escrow period ending on the earliest to occur of the following; (a) termination of employment after attainment of age 55 with five years of service; (c) termination of employment due to death or total disability; (d) termination of employment following a change in control; or (e) February 20, 2022. During the escrow period, the reporting person may not dispose of the stock units. The stock units will be settled in cash on the later of (a) the end of the excrow period or (b) the earlier of (i) death (ii) February 20, 2022 or (iii) six months after separation from service in which case the stock units will be settled in cash based on the fair market value of the units on that date. The reporting person may also elect to defer settlement of stock units until a later date.

Remarks:

Shannon B. Kinney (by Power of Attorney filed with the Commission on February 13 2018)

02/22/2022

** Signature of Reporting Person

Date

Transaction(s) (Instr. 3 and 4)

18,911

9,821

2,353

D

D

D

(A) or (D)

D

D

Amount

16,558

9,090

7,468

Price

(1)

\$89.67

\$89.67

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.