| SEC Form 4 |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
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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(b). | 0 |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Add Freeman Jo | _ ' ' | g Person [*] | | er Name and Ticke IOCOPHILL | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| | | | | | | | | Director | 10% | Owner | | |
| (Last) 16930 PARK 1 | (First) | (Middle) | 3. Date 01/15 | e of Earliest Transac /2022 | ction (Month/D | ay/Year) | | Officer (give title below) | Other below | · (specify /) | | |
| | | | A If An | nendment, Date of | Original Filad | (Manth/Day/Vaar) | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| | | | 4. II AI | nenument, Date or | Onginal Fileu | (Monul/Day/Year) | Line) | idual of Joint/Grou | p Filling (Check A | Applicable | | |
| (Street) | TX | 77004 | | | | | X | Form filed by On | e Reporting Per | son | | |
| HOUSTON | TX | 77084 | | | | | | Form filed by Mo Person | re than One Rep | porting | | |
| (City) | (State) | (Zip) | | | | | | | | | | |
| | | Table I - Nor | n-Derivative S | ecurities Acqu | uired, Disp | osed of, or Benef | icially | Owned | | | | |
| 1. Title of Securi | ty (Instr. 3) | | 2. Transaction | 2A. Deemed | 3. Transaction | 4. Securities Acquired (A) or 5. Amount of 6. Ow | | | | 7. Nature | | |

| Date (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. 8) | | | | | | of Indirect Beneficial Ownership (Instr. 4) | |
|--------------------------|---|-----------------------------------|---|--------|---------------|-------|------------------------------------|--|---|
| | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | (1150.4) | |
| | | | | | | | | | 1 |

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| L | | | | | | | | | | | | | | | |
|---|---|--|---|------------------------------|---|-------|-----|--|--------------------|--|--|---|--|--|--|
| 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) | | of Ex | | 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 | (1) | 01/15/2022 | | A | | 2,578 | | (2) | (2) | Common Stock | 2,578 | \$85.37 | 26,425.1991 ⁽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 as a lump sum three months from initial grant date.

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

January 18, 2018)

01/19/2022

** 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.