FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

obligations may continue. See
Instruction 1(b).
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

	nd Address of	Reporting Person*						e and Ticl						heck all app Direct	olicable)		Owner (specify	
(Last) 16930 PA	(F	,	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/20/2023								X below	v) `	belov ice President			
(Street) HOUST(77084 (Zip)		4. 1	f Ame	ndmei	nt, Date o	e of Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Tab	le I - No	n-Deri\	ative	e Sec	curit	ies Ac	quired	, Dis	posed o	of, or Be	eneficia	lly Own	ed			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, ar) if any (Month/Day/Year)		3. Transaction Code (Instr. 3, 8) 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 9)		ed (A) or tr. 3, 4 and	I 5) Secur Benef		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership						
					ľ			Code	v	Amount	(A) or (D)	Price	Repor Trans (Instr.	ted action(s) 3 and 4)		(Instr. 4)		
Common	Stock			02/20	/2023	3			М		7,221	A	(1)	15,	778.803	D		
Common	Stock			02/20	/2023	3			D		5,115	D	\$104	92 10,	663.803	D		
Common	Stock			02/20	/2023	3			F		2,106	D	\$104	92 8,	557.803	D		
Common	Stock													10	.8463 ⁽²⁾	I	By COP UK Share Incentive Plan	
		7	able II -								osed of converti			y Owned	I			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	n 3A. Deemed		ed 4. Transact Code (In		5. Number tion of		6. Date Exercisable and 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)		Ownership Form: Illy Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership t (Instr. 4)		
					Code	v	(A)		Date Exercisal		Expiration Date	Title	Amount or Number of Shares					
Stock Units	(3)	02/20/2023			M			7,221	(4)		02/20/2023	Common Stock	7,221	\$0.00	0	D		

Explanation of Responses:

- 1. Each stock unit was the economic equivalent of one share of common stock and settled in cash.
- 2. Includes units acquired through routine dividend transactions that are exempt under rule 16b-3. In addition, the number of shares reported in Column 5 as indirectly owned is lower than the number of shares reported in the reporting person's Form 4 filed on February 14, 2023 due to a typographical error in the prior Form 4.
- 3. The stock units represent ConocoPhillips common stock on a 1-for-1 basis.
- 4. 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 layoff; (b) 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, 2023. 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 escrow period or (b) the end of the escrow period or (b) attention of employment following a change in control; or (e) February 20, 2023; 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 all or part of the settlement value of the units to a later date.

Remarks:

Whitney A. Cox, Attorney in Fact (by Power of Attorney filed with the Commission on November 4, 2022)

02/22/2023

November 4, 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.