FORM 4

obligations may continue. See

Instruction 1(b)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 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

OMB APPI	ROVAL
OMB Number:	3235-0287
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		Reporting Person*							ker or Tradii						ationship o		Pers	son(s) to Iss	uer
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(Last)	/E	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year)								$\dashv$	X	Officer (give title below)			Other (s below)	specify
(Last)	,	,	(iviidale)		02/14/2023									SV	/P & Gen	eral (	Counsel		
16930 PA	ARK ROW	DR.																	
(Street)					4. If	f Ame	endment, I	Date (	of Original F	iled	(Month/Da	ay/Year)		. Indivine)	vidual or J	loint/Group	Filing	(Check Ap	plicable
HOUST	ON T	X	77084											X	Form fi	led by One	Repo	orting Perso	n
,															Form fi	led by More	e than	n One Repor	rting
(City)	(S	tate)	(Zip)												Person	1		·	
		Tab	ole I - Non-	-Deriva	ative	Se	curities	s Ac	quired, [	Disp	osed o	f, or Be	nefici	ally	Owned				
1. Title of	Security (Ins	tr. 3)		2. Transa					3.			ties Acquire							7. Nature of Indirect
Date (Month/D					ay/Yea	ar)	if any			Code (Instr.   5)		Of (D) (Instr. 3, 4 a		Beneficia		ally (D) o	(D) or	or Indirect	Beneficial
							(Month/Day/Yea		ır) 8)						Owned Following Reported		(I) (Instr. 4)		Ownership (Instr. 4)
									Code	v	Amount	(A) or (D)	Price	rice Transact		ion(s) and 4)			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
									, options										
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date Execution Date, if any (Month/Day/Year)  (Month/Day/Year)				ate, Tr	ansac		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4)		D	Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficial 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)	
													Amour						
				Co	ode	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Number of Shares						
Stock Units	(1)	02/14/2023			A		9,474		(2)	02	2/14/2026	Common Stock	9,47	4	\$0.00	9,474		D	
Stock	(1)	02/14/2023			A		48.113		(3)		(3)	Common	48,11	3	\$0.00	48.113		D	

## **Explanation of Responses:**

- 1. The stock units represent ConocoPhillips common stock on a 1-for-1 basis.
- 2. The stock unit grant settles 3 years from date of grant, but may be eligible for full or partial early settlement upon termination of employment after attainment of age 55 with five years of service, layoff, death or disability, or a change of control.
- 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 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 earlier of (i) death; (ii) 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:

Units

Whitney A. Cox, Attorney in Fact (by Power of Attorney filed with the Commission on November 8, 2022)

Stock

02/16/2023

\*\* 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.