FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| OIAILO | OLOGINILO AND EXCITANCE | |
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| | Washington D.C. 20549 | |

| OMB APPR | OVAL |
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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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

| | nd Address of | Reporting Person* | | | | | | | cker or Tr | | | | | heck al | | cable) | ng Per | son(s) to Iss | |
|---|---------------|-------------------|--------------------------------|---|-------|-----------------|--------|--|------------------|---|--------------------|---|---|---|---|--|---------------------------------------|---|---|
| (Last) (First) (Middle) 16930 PARK ROW DR. | | | | 3. Date of Earliest Transaction (Month/Day/Year) 09/30/2024 | | | | | | | | | Officer (give title below) Other (specify below) | | | | | specify | |
| (Street) HOUST(| | | 77084 Zip) | | 4. If | f Amer | ndment | t, Date | of Origina | al File | d (Month/E | Day/Year) | | ne) I | Form | filed by On | e Rep | g (Check Ap orting Perso n One Repo | n |
| | | Tabl | e I - Non | -Deriv | ative | Sec | uritie | es Ac | cquired | , Dis | posed | of, or Be | eneficia | ally O | wne | d | | | |
| Date | | | | 2. Transa Date (Month/E | | Execution Date, | | | Code (Instr. 5) | | | | | | es Form ally (D) of Following (I) (II | | n: Direct r Indirect sstr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | Code | v | Amount | (A) o | Price | Tra | ansac | etion(s) and 4) | | | ilisu. 4) | | |
| 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) (Month/Day/Year) 34. Deeme Execution if any (Month/Day | | | Date, Transaction Code (Instr. | | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | s Ily | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | Amount or Number of Shares | | | | | | |
| Stock Units | (1) | 09/30/2024 | | | A | | 106 | | (2) | | (2) | Common Stock | 106 | \$104 | .725 | 770 | | 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 six months following separation from service, which election may be changed by the reporting person to provide for an alternative schedule of deferred payments.

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

10/02/2024

September 4, 2024)

** 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.