### Edgar Filing: CONOCOPHILLIPS - Form 4

CONOCOPHILL Form 4	IPS									
January 17, 2014 <b>FORM 4</b>									PPROVAL	
	UNITED	STATES		RITIES A shington			E COMMISSION	N OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Filed pur	suant to S a) of the I	<b>F CHAN</b> Section 1 Public U	NGES IN SECUI 16(a) of th Itility Hol	BENEI RITIES ne Secur ding Co	FICIAL O	WNERSHIP OF nge Act of 1934, of 1935 or Section 1940	Estimated burden hou response	urs per	
(Print or Type Respor	ises)									
1. Name and Address of Reporting Person <u>*</u> Freeman Jody			Symbol	er Name <b>and</b> COPHILI		-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) ( 600 N. DAIRY A		Middle)		of Earliest T Day/Year) 2014	ransactior	I	X_ Director Officer (giv below)	109	6 Owner her (specify	
(S HOUSTON, TX	Street) 77079			endment, D onth/Day/Yea	-	al	6. Individual or . Applicable Line) _X_ Form filed by Form filed by Person		erson	
(City) (S	State)	(Zip)	Tab	le I - Non-l	Derivativo	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	nsaction Date th/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or l of (D) 4 and 5) (A) or	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on	a separate line	for each cla	ass of sect	urities bene:	Perse infor requi	ons who res mation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securit
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

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	Derivative Security				(A) or Disposed (D) (Instr. 3, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	(1)	01/15/2014	А		3,224		(2)	(2)	Common Stock	3,224	\$ 68.2

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>				
	Director	10% Owner	Officer	Other
Freeman Jody				
600 N. DAIRY ASHFORD	Х			
HOUSTON, TX 77079				
Signatures				

Shannon Weinberg Kinney, Attorney in Fact (by Power of Attorney filed 01/17/2014 herewith)

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- (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 deferred payments.

(3) Includes units acquired through routine dividend transactions that are exempt under Rule 16a-11.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.