## Edgar Filing: CONOCOPHILLIPS - Form 4

CONOCOPHILLI Form 4	PS								
February 19, 2015									
FORM 4		_	~ ~			~~~			PPROVAL
	UNITED S	TATES S			AND EX , D.C. 20		COMMISSIO	N OMB Number:	3235-0287
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of 1935 or Section Section 17(b) of the Public Utility Holding Company Act of							Estimated burden hou response	urs per	
may continue. See Instruction 1(b).				-	-	y Act of 1			
(Print or Type Respons	ses)								
1. Name and Address KELLY JANET L		) 5	Symbol		d Ticker or LIPS [CC	-	5. Relationship o Issuer		
(Last) (F	irst) (Mi	iddle)	3 Date o	f Earliest T	ransaction	-	(Che	eck all applicabl	e)
600 NORTH DAIRY ASHFORD			(Month/Day/Year) 02/17/2015			Director 10% Owner X Officer (give title Other (specify below) below) SVP & General Counsel			
			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
HOUSTON, TX 7	7079						Person	More than One K	sporting
(City) (St	tate) (Z	Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned
	a	2A. Deemec Execution D Iny Month/Day	Date, if	3. Transactio Code (Instr. 8) Code V	4. Securiti nAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	5. Amount of 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	or each clas	ss of secu	urities bene	ficially owr	ed directly	or indirectly.		
					inform requir	ation cont ed to respo ys a curre	spond to the colle cained 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 of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (rights to buy)	\$ 69.245	02/17/2015		А		131,500		<u>(1)</u>	02/17/2025	Common Stock	131,500

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
r o o o o o o o o o o o o o o o o o o o	Director	10% Owner	Officer	Other				
KELLY JANET LANGFORD 600 NORTH DAIRY ASHFORD HOUSTON, TX 77079			SVP & General Counsel					
Signatures								

Shannon B. Kinney, Attorney in Fact (by Power of Attorney filed with the Commission onFebruary 7, 2013)02/19/2015

**Signature of Reporting Person	Date
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## **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 options become exercisable in three equal annual installments beginning on February 17, 2016.

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.