

CONOCOPHILLIPS  
Form FWP  
May 14, 2015

Filed Pursuant to Rule 433  
Registration Statement Nos. 333-204107, 333-204107-01  
May 13, 2015

**PRICING TERM SHEET**

|                                     |                                                                                                                                                                 |
|-------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Issuer:</b>                      | ConocoPhillips Company                                                                                                                                          |
| <b>Guarantor:</b>                   | ConocoPhillips                                                                                                                                                  |
| <b>Ratings*:</b>                    | A1 (Moody's); A (S&P); A (Fitch)                                                                                                                                |
| <b>Issue of Securities:</b>         | 1.500% Notes due 2018                                                                                                                                           |
| <b>Principal Amount:</b>            | \$750,000,000                                                                                                                                                   |
| <b>Coupon:</b>                      | 1.500%                                                                                                                                                          |
| <b>Interest Payment Dates:</b>      | Semi-annually on May 15 and November 15, commencing on November 15, 2015                                                                                        |
| <b>Maturity Date:</b>               | May 15, 2018                                                                                                                                                    |
| <b>Treasury Benchmark:</b>          | 0.750% due April 15, 2018                                                                                                                                       |
| <b>U.S. Treasury Yield:</b>         | 0.954%                                                                                                                                                          |
| <b>Spread to Treasury:</b>          | +55 bps                                                                                                                                                         |
| <b>Re-offer Yield:</b>              | 1.504%                                                                                                                                                          |
| <b>Initial Price to Public:</b>     | 99.988%                                                                                                                                                         |
| <b>Optional Redemption:</b>         | At any time for an amount equal to the principal amount of the notes redeemed plus a make-whole premium and accrued but unpaid interest to the redemption date. |
| <b>Make-Whole Premium</b>           | T+10 bps                                                                                                                                                        |
| <b>Settlement Date:</b>             | May 18, 2015                                                                                                                                                    |
| <b>CUSIP/ISIN:</b>                  | 20826FAL0 / US20826FAL04                                                                                                                                        |
| <b>Denomination:</b>                | \$2,000 and increments of \$1,000 in excess thereof                                                                                                             |
| <b>Joint Book-Running Managers:</b> | J.P. Morgan Securities LLC<br><br>Merrill Lynch, Pierce, Fenner & Smith<br><br>Incorporated<br><br>Mitsubishi UFJ Securities (USA), Inc.                        |

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RBC Capital Markets, LLC

Citigroup Global Markets Inc.

Mizuho Securities USA Inc.

SMBC Nikko Securities America, Inc.

SG Americas Securities LLC

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### Senior Co-Managers

Banca IMI S.p.A.  
Barclays Capital Inc.  
BNP Paribas Securities Corp.  
Credit Agricole Securities (USA) Inc.  
Credit Suisse Securities (USA) LLC  
Deutsche Bank Securities Inc.  
DNB Markets Inc.  
HSBC Securities (USA) Inc.  
Lloyds Securities Inc.  
Skandinaviska Enskilda Banken AB (publ)  
Standard Chartered Bank  
U.S. Bancorp Investments, Inc.  
Wells Fargo Securities, LLC

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|-------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Issuer:</b>                      | ConocoPhillips Company                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Guarantor:</b>                   | ConocoPhillips                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Ratings*:</b>                    | A1 (Moody's); A (S&P); A (Fitch)                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Issue of Securities:</b>         | 2.200% Notes due 2020                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Principal Amount:</b>            | \$500,000,000                                                                                                                                                                                                                                                                                                                                                                                               |
| <b>Coupon:</b>                      | 2.200%                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Interest Payment Dates:</b>      | Semi-annually on May 15 and November 15, commencing on November 15, 2015                                                                                                                                                                                                                                                                                                                                    |
| <b>Maturity Date:</b>               | May 15, 2020                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>Treasury Benchmark:</b>          | 1.375% due April 30, 2020                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>U.S. Treasury Yield:</b>         | 1.570%                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Spread to Treasury:</b>          | +65 bps                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Re-offer Yield:</b>              | 2.220%                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Initial Price to Public:</b>     | 99.906%                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Optional Redemption:</b>         | At any time for an amount equal to the principal amount of the notes redeemed plus a make-whole premium and accrued but unpaid interest to the redemption date. On or after April 15, 2020 (the date that is one month prior to the maturity date of the notes), at an amount equal to 100% of the principal amount of the notes redeemed, plus accrued but unpaid interest thereon to the redemption date. |
| <b>Make-Whole Premium:</b>          | T+10 bps                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>Settlement Date:</b>             | May 18, 2015                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>CUSIP/ISIN:</b>                  | 20826FAJ5 / US20826FAJ57                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>Denomination:</b>                | \$2,000 and increments of \$1,000 in excess thereof                                                                                                                                                                                                                                                                                                                                                         |
| <b>Joint Book-Running Managers:</b> | J.P. Morgan Securities LLC<br><br>Merrill Lynch, Pierce, Fenner & Smith<br><br>Incorporated<br><br>Mitsubishi UFJ Securities (USA), Inc.<br><br>RBC Capital Markets, LLC<br><br>Citigroup Global Markets Inc.<br><br>Mizuho Securities USA Inc.<br><br>SMBC Nikko Securities America, Inc.<br><br>SG Americas Securities LLC                                                                                |

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Credit Suisse Securities (USA) LLC

Deutsche Bank Securities Inc.

DNB Markets Inc.

HSBC Securities (USA) Inc.

Lloyds Securities Inc.

Skandinaviska Enskilda Banken AB (publ)

Standard Chartered Bank

U.S. Bancorp Investments, Inc.

Wells Fargo Securities, LLC

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|-------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Issuer:</b>                      | ConocoPhillips Company                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Guarantor:</b>                   | ConocoPhillips                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>Ratings*:</b>                    | A1 (Moody's); A (S&P); A (Fitch)                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>Issue of Securities:</b>         | 3.350% Notes due 2025                                                                                                                                                                                                                                                                                                                                                                                             |
| <b>Principal Amount:</b>            | \$500,000,000                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Coupon:</b>                      | 3.350%                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Interest Payment Dates:</b>      | Semi-annually on May 15 and November 15, commencing on November 15, 2015                                                                                                                                                                                                                                                                                                                                          |
| <b>Maturity Date:</b>               | May 15, 2025                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Treasury Benchmark:</b>          | 2.000% due February 15, 2025                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>U.S. Treasury Yield:</b>         | 2.291%                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Spread to Treasury:</b>          | +110 bps                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>Re-offer Yield:</b>              | 3.391%                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Initial Price to Public:</b>     | 99.655%                                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>Optional Redemption:</b>         | At any time for an amount equal to the principal amount of the notes redeemed plus a make-whole premium and accrued but unpaid interest to the redemption date. On or after February 15, 2025 (the date that is three months prior to the maturity date of the notes), at an amount equal to 100% of the principal amount of the notes redeemed, plus accrued but unpaid interest thereon to the redemption date. |
| <b>Make-Whole Premium:</b>          | T+17.5 bps                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Settlement Date:</b>             | May 18, 2015                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>CUSIP/ISIN:</b>                  | 20826FAG1 / US20826FAG19                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>Denomination:</b>                | \$2,000 and increments of \$1,000 in excess thereof                                                                                                                                                                                                                                                                                                                                                               |
| <b>Joint Book-Running Managers:</b> | <p>J.P. Morgan Securities LLC</p> <p>Merrill Lynch, Pierce, Fenner &amp; Smith</p> <p>Incorporated</p> <p>Mitsubishi UFJ Securities (USA), Inc.</p> <p>RBC Capital Markets, LLC</p> <p>Citigroup Global Markets Inc.</p> <p>Mizuho Securities USA Inc.</p> <p>SMBC Nikko Securities America, Inc.</p> <p>SG Americas Securities LLC</p>                                                                           |

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DNB Markets Inc.

HSBC Securities (USA) Inc.

Lloyds Securities Inc.

Skandinaviska Enskilda Banken AB (publ)

Standard Chartered Bank

U.S. Bancorp Investments, Inc.

Wells Fargo Securities, LLC

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|-------------------------------------|-------------------------------------------------------------------------------------------------|
| <b>Issuer:</b>                      | ConocoPhillips Company                                                                          |
| <b>Guarantor:</b>                   | ConocoPhillips                                                                                  |
| <b>Ratings*:</b>                    | A1 (Moody's); A (S&P); A (Fitch)                                                                |
| <b>Issue of Securities:</b>         | Floating Rate Notes due 2018                                                                    |
| <b>Principal Amount:</b>            | \$250,000,000                                                                                   |
| <b>Coupon:</b>                      | Three Month LIBOR plus 0.33% per annum payable and reset quarterly                              |
| <b>Interest Payment Dates:</b>      | Quarterly on each February 15, May 15, August 15 and November 15, commencing on August 15, 2015 |
| <b>Maturity Date:</b>               | May 15, 2018                                                                                    |
| <b>Initial Price to Public</b>      | 100.000%                                                                                        |
| <b>Optional Redemption:</b>         | ConocoPhillips does not have the right to redeem the notes prior to maturity.                   |
| <b>Settlement Date:</b>             | May 18, 2015                                                                                    |
| <b>CUSIP/ISIN:</b>                  | 20826FAM8 / US20826FAM86                                                                        |
| <b>Denomination:</b>                | \$2,000 and increments of \$1,000 in excess thereof                                             |
| <b>Joint Book-Running Managers:</b> | J.P. Morgan Securities LLC                                                                      |
|                                     | Merrill Lynch, Pierce, Fenner & Smith                                                           |
|                                     | Incorporated                                                                                    |
|                                     | Mitsubishi UFJ Securities (USA), Inc.                                                           |
|                                     | RBC Capital Markets, LLC                                                                        |
|                                     | Citigroup Global Markets Inc.                                                                   |
|                                     | Mizuho Securities USA Inc.                                                                      |
|                                     | SMBC Nikko Securities America, Inc.                                                             |
|                                     | SG Americas Securities, LLC                                                                     |
| <b>Senior Co-Managers</b>           | Banca IMI S.p.A.                                                                                |
|                                     | Barclays Capital Inc.                                                                           |
|                                     | BNP Paribas Securities Corp.                                                                    |
|                                     | Credit Agricole Securities (USA) Inc.                                                           |
|                                     | Credit Suisse Securities (USA) LLC                                                              |
|                                     | Deutsche Bank Securities Inc.                                                                   |

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Lloyds Securities Inc.

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| <b>Issuer:</b>                      | ConocoPhillips Company                                                                                                                                                                                                                                                                                                        |
| <b>Guarantor:</b>                   | ConocoPhillips                                                                                                                                                                                                                                                                                                                |
| <b>Ratings*:</b>                    | A1 (Moody's); A (S&P); A (Fitch)                                                                                                                                                                                                                                                                                              |
| <b>Issue of Securities:</b>         | Floating Rate Notes due 2022                                                                                                                                                                                                                                                                                                  |
| <b>Principal Amount:</b>            | \$500,000,000                                                                                                                                                                                                                                                                                                                 |
| <b>Coupon:</b>                      | Three Month LIBOR plus 0.90% per annum payable and reset quarterly                                                                                                                                                                                                                                                            |
| <b>Interest Payment Dates:</b>      | Quarterly on each February 15, May 15, August 15 and November 15, commencing on August 15, 2015                                                                                                                                                                                                                               |
| <b>Maturity Date:</b>               | May 15, 2022                                                                                                                                                                                                                                                                                                                  |
| <b>Initial Price to Public</b>      | 100.000%                                                                                                                                                                                                                                                                                                                      |
| <b>Optional Redemption:</b>         | ConocoPhillips does not have the right to redeem the notes prior to maturity.                                                                                                                                                                                                                                                 |
| <b>Settlement Date:</b>             | May 18, 2015                                                                                                                                                                                                                                                                                                                  |
| <b>CUSIP/ISIN:</b>                  | 20826FAH9 / US20826FAH91                                                                                                                                                                                                                                                                                                      |
| <b>Denomination:</b>                | \$2,000 and increments of \$1,000 in excess thereof                                                                                                                                                                                                                                                                           |
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| <b>Senior Co-Managers</b>           | Banca IMI S.p.A.<br><br>Barclays Capital Inc.<br><br>BNP Paribas Securities Corp.<br><br>Credit Agricole Securities (USA) Inc.<br><br>Credit Suisse Securities (USA) LLC<br><br>Deutsche Bank Securities Inc.                                                                                                                 |

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