

The graphic for the 2014 Annual Benefits Enrollment is centered in the upper half of the page. It consists of the text '2014 ANNUAL BENEFITS ENROLLMENT' in a white, sans-serif font, overlaid on a red background that features a faint, wireframe image of an industrial refinery or offshore platform. To the right of the text is a large red arrow pointing right, which is partially filled with a white grid pattern.

PRE-65 RETIREES

This year's Annual Benefits Enrollment begins Nov. 1 and ends at midnight Central Time on Nov. 22, 2013.

WHAT'S NEW FOR 2014

- Understand the new medical option, the **High Deductible Health Plan Base (HDHP Base)**.
- Health Savings Account (HSA) contribution limits are going up—to \$3,300 for You Only, \$6,550 for Other coverage levels.

MEDICAL PLAN OPTIONS

You have three medical options for 2014. Two are High Deductible Health Plan (HDHP) options and one is a Preferred Provider Organization (PPO) option. **New for 2014:** the HDHP Base, which is a highly affordable option.

CHOOSE AN OPTION TO SUIT YOUR NEEDS:

Network Features	HDHP Base	HDHP	PPO		
Annual Deductible	\$2,000 You Only \$4,000 Other coverage levels	\$1,400 You Only \$2,800 Other coverage levels	\$700 You Only \$1,400 Other coverage levels		
Preventive Medical Care	Covered at 100%	Covered at 100%	Covered at 100%		
Physician Visits	20% coinsurance after deductible	20% coinsurance after deductible	\$25 PCP/ \$50 Specialist		
Other Services	20% coinsurance after deductible	20% coinsurance after deductible	20% coinsurance after deductible		
Annual Out-of-Pocket Maximum	\$4,000 You Only \$8,000 Other coverage levels 100% coverage thereafter (includes medical and prescription)	\$4,000 You Only \$8,000 Other coverage levels 100% coverage thereafter (includes medical and prescription)	\$4,000 You Only \$8,000 Other coverage levels 100% coverage thereafter (includes medical deductible and copays, excludes prescriptions)		
Preventive Prescription Drug Allowance	Not applicable	\$1,500 per person per year	Not applicable		
Prescription Drugs	You pay the full discounted amount until you reach the deductible. After the deductible is reached, you pay 20% coinsurance until you meet your annual out-of-pocket maximum (medical and prescription drug expenses combined).	You pay the full discounted amount until you reach the deductible. After the deductible is reached, you pay 20% coinsurance until you meet your annual out-of-pocket maximum (medical and prescription drug expenses combined).	Drug Category	Your cost for a 30-day retail supply	Your cost for a 90-day mail order supply
			Generic	\$10 copay	\$20 copay
			Preferred Brand	40% coinsurance \$25 min/\$150 max	40% coinsurance \$60 min/\$375 max
			Non-Preferred Brand	50% coinsurance \$50 min/\$300 max	50% coinsurance \$125 min/\$750 max

MEDICARE ELIGIBILITY

If you or your dependent are under age 65 and eligible for Medicare, you must elect the Medicare-eligible Traditional medical option. Family members not eligible for Medicare may be covered by the HDHP Base, HDHP or PPO option. The Medicare-eligible Traditional option coordinates with Medicare, and Medicare is considered primary (meaning it pays first). Consult Your Benefits Resources (YBR) or the Retiree Benefits Handbook at hr.conocophillips.com for a full list of plan provisions for the Medicare-eligible Traditional option.

MEDICARE SUPPLEMENT AND MEDICAL PART D PLAN

If you, or a dependent, turn age 65 in 2014, you may be eligible for the UnitedHealthcare Medicare Supplement Insurance Plans and a Medicare Part D prescription drug plan. If so:

- Your pre-65 retiree medical and prescription drug coverage ends the day before you become eligible for Medicare.
- Your Medicare coverage begins on the first day of the month of your 65th birthday (or the first day of the prior month if your birthday is on the first day of the month).

About 60 days before your 65th birthday, you'll receive an enrollment kit from UnitedHealthcare. The ConocoPhillips subsidy (if applicable) is applied to the cost of the UnitedHealthcare Medicare Supplement Insurance Plan that you elect. ConocoPhillips does not subsidize the cost of Medicare Part D prescription drug coverage. So, you may enroll in a Part D prescription drug plan offered by any insurance company approved by Medicare.

Get more information on the post-65 retiree medical and prescription drug coverage at hr.conocophillips.com. Click the link for former employees.



DENTAL PLAN

As a ConocoPhillips retiree, you can enroll yourself and your eligible dependents in a group retiree dental program insured by UnitedHealthcare (UHC); however, you'll pay 100% of the cost. For more information on this dental program, call UHC at 800-996-7563, or go to hr.conocophillips.com.

HEALTH SAVINGS ACCOUNT (HSA)

If you participate in an HDHP Medical option and are not covered by any other medical plan that is not an HDHP, you can contribute to an HSA by making a direct contribution. If you're age 55 or older, you can contribute more:

2014 Contribution Limits	You Only Coverage	Other Coverage Levels
Total allowable, under age 55	\$3,300	\$6,550
Total allowable, over age 55	\$4,300	\$7,550

AN HSA HELPS YOU SAVE ON YOUR TAXES IN THREE DIFFERENT WAYS:

- Contributions to your HSA are deductible on your federal income tax return.
- Any interest or investment income your account earns is tax-free.
- The dollars aren't taxed when you withdraw them to pay for qualified medical, prescription, dental or vision expenses.

Plus, your balance carries over from year to year—no "use it or lose it." Even if you stop participating in the HDHP Medical option, you can continue to use whatever money remains in your account to pay for qualified medical expenses.

ARE YOUR BENEFITS WORKING FOR YOU?

ACTION CHECKLIST

- Make sure your personal contact information and beneficiaries are up-to-date.
- Add your personal email address for future communications.
- Complete your benefits enrollment between **Nov. 1 and midnight Central Time on Nov. 22, 2013** using one of the two easy ways below.

TWO WAYS TO ENROLL

Online: Go to YBR at <http://resources.hewitt.com/conocophillips> and enter your previously established user ID and password.

By Phone: Call a Benefits Center representative at 800-622-5501 or 718-354-1344, from 8 a.m. to 6 p.m. Central Time, Monday through Friday. Make sure to have your password available when you call.

If you take no action, your current benefit elections will carry forward into 2014.

This 2014 Annual Benefits Enrollment Guide (Guide) highlights ConocoPhillips Company's health and welfare benefits for pre-65 retirees. The Guide is an overview of certain terms and conditions of the health and welfare benefits and is for informational purposes only. If there is any discrepancy or conflict between this Guide (or any other enrollment materials) and the terms of the official plan documents and any underlying insurance contracts, as applicable, the official plan documents and insurance contracts, as applicable, will control. Each health and welfare benefits plan has specific eligibility and participation requirements. This Guide is intended for pre-65 retirees. It is not intended for retirees covered by collective bargaining agreements, unless those agreements specify participation. Nothing in this document creates an employment contract between ConocoPhillips Company or its subsidiaries and affiliates and any retiree. ConocoPhillips reserves the right to amend, change or terminate the plans or any underlying insurance contract at any time and without notice, at its sole discretion, according to the terms of the applicable plan or insurance contract.