## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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Instruction 1(b).

FORM 4

## 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

1. Name and Addr	ess of Reporting Pers	son <sup>*</sup>		er Name <b>and</b> Ticke <u>RPHY OIL C</u>	0	·		tionship of Reporting Person(s) to Iss all applicable) Director 10% ( Officer (give title Other below) below		Owner (specify		
(Last) 9805 KATY FF G-200	(First) REEWAY	(Middle)	3. Date 02/02	e of Earliest Transac /2021	ction (Month/E	0ay/Year)		Executive Vice				
(Street) HOUSTON	ТХ	77024	4. If An	nendment, Date of	Original Filed	(Month/Day/Year)	6. Indivi X	idual or Joint/Group F Form filed by One Form filed by More	Reporting Persor	n		
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar	nd 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		

	(montal/Day/real)		(montal/Day/real/)						(1) (1130.1.4)	(Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/02/2021		М		87,292(1)	Α	\$ <u>0</u>	87,292	D	
Common Stock	02/02/2021		F		22,991 <sup>(2)</sup>	D	\$12.3025	64,301	D	

 
 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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Numbe Derivativ Securitie Acquired Disposed (Instr. 3,	e s I (A) or d of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Performance Stock Unit <sup>(3)</sup>	(4)	02/02/2021		А		129,700		(4)	(4)	Common Stock	129,700	<b>\$</b> 0	387,700	D	
Restricted Stock Unit <sup>(5)</sup>	(4)	02/02/2021		Α		43,200		(4)(6)	(4)(6)	Common Stock	43,200	\$ <del>0</del>	128,200	D	
Performance Stock Unit <sup>(7)</sup>	(4)	02/02/2021		М			85,000 <sup>(1)</sup>	(4)	(4)	Common Stock	85,000	\$ <del>0</del>	302,700	D	

## Explanation of Responses:

1. Represents Restricted Stock Units (RSUs) that have vested and settled in shares of the Company's stock on a one-for-one basis. Pursuant to the terms of the performance-based grant awarded under the 2012 Long-Term Incentive Plan, the total includes 91.025% of the original award, plus shares equivalent in value to accumulated dividends.

2. Shares withheld for taxes on RSU vesting.

3. Performance-based restricted stock unit award granted under the 2020 Long-Term Incentive Plan.

4. These Securities generally do not carry a Conversion Price, Exercisable Date, or Expiration Date.

5. Time-based Restricted Stock Unit award granted under the 2020 Long-Term Incentive Plan.

6. Vest date is February 2, 2024.

7. Performance-based restricted stock unit award granted under the 2012 Long-Term Incentive Plan.

/s/ E. Ted Botner, attorney-in-fact 02/03/2021

\*\* 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.

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