

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under Rule 14a-12

**DEVON ENERGY CORPORATION**

(Name of registrant as specified in its charter)

(Name of person(s) filing proxy statement, if other than the registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.
  - (1) Title of each class of securities to which transaction applies:  
\_\_\_\_\_
  - (2) Aggregate number of securities to which transaction applies:  
\_\_\_\_\_
  - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):  
\_\_\_\_\_
  - (4) Proposed maximum aggregate value of transaction:  
\_\_\_\_\_
  - (5) Total fee paid:  
\_\_\_\_\_
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount Previously Paid:  
\_\_\_\_\_
  - (2) Form, Schedule or Registration Statement No.:  
\_\_\_\_\_
  - (3) Filing Party:  
\_\_\_\_\_
  - (4) Date Filed:  
\_\_\_\_\_



**NOTICE OF CHANGE OF LOCATION  
OF ANNUAL MEETING OF STOCKHOLDERS  
TO BE HELD ON JUNE 9, 2021**

Dear Fellow Stockholders:

Because of continued public health concerns about the COVID-19 pandemic, NOTICE IS HEREBY GIVEN that the Board of Directors (the "Board") of Devon Energy Corporation ("Devon" or the "Company") has determined to change the location of our 2021 Annual Meeting of Stockholders ("Annual Meeting") from an in-person meeting to a virtual-only meeting. The Annual Meeting will no longer be held at the Devon Energy Center Auditorium, 333 W. Sheridan Avenue, Oklahoma City, Oklahoma 73102, but rather will be held virtually, with attendance via the Internet. You will not be able to attend the Annual Meeting in person as the Devon Energy Center remains closed to the public until further notice. As previously announced, the Annual Meeting will be held on Wednesday, June 9, 2021, at 8:00 a.m. Central Time.

We have designed the format of the Annual Meeting to ensure that stockholders are afforded the same rights and opportunities to participate as they would at an in-person meeting, using online tools to ensure stockholder access and participation.

As described in the proxy statement made available in connection with the Annual Meeting, you are entitled to attend and vote at the Annual Meeting if you held shares as of the close of business on April 12, 2021, the record date designated by the Board for the Annual Meeting, or if you hold a legal proxy for the meeting provided by your broker, bank or other nominee.

Attending the Annual Meeting. To attend the virtual Annual Meeting, you will need to log in to [www.virtualshareholdermeeting.com/DVN2021](http://www.virtualshareholdermeeting.com/DVN2021) using the control number on your proxy card, voting instruction form or Notice of Internet Availability of Proxy Materials. The Annual Meeting will begin promptly at 8:00 a.m. Central Time. We encourage you to access the meeting prior to the start time and allow ample time for check-in procedures. Online check-in will begin at 7:45 a.m. Central Time.

A list of stockholders of record will be accessible during the Annual Meeting by visiting [www.virtualshareholdermeeting.com/DVN2021](http://www.virtualshareholdermeeting.com/DVN2021) and entering the control number provided on your proxy card, voting instruction form or Notice of Internet Availability of Proxy Materials.

Voting Prior to or at the Annual Meeting. You may vote your shares in advance of the Annual Meeting by submitting a proxy at [www.proxyvote.com](http://www.proxyvote.com). You may also vote during the Annual Meeting by following the instructions available on the meeting website at [www.virtualshareholdermeeting.com/DVN2021](http://www.virtualshareholdermeeting.com/DVN2021). Whether or not you plan to attend the Annual Meeting, we urge you to vote and submit your proxy in advance of the meeting using one of the methods described in the proxy statement.

Submitting Questions at the Annual Meeting. As part of the Annual Meeting, we will hold a Q&A session during which we intend to answer questions submitted during the meeting that are pertinent to the Company and meeting matters, as time permits. You may submit your questions during the Annual Meeting by following the instructions available on the meeting website.

On behalf of the Board, management and employees, thank you for your continued support.

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in black ink, appearing to read "Chris Kirt", is written over a light blue horizontal line.

Christopher J. Kirt  
Vice President Corporate Governance  
and Secretary

Oklahoma City, Oklahoma  
May 7, 2021