

FORM 4

[X] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Felix Investments Holdings II, LLC		DEVON ENERGY CORP/DE [DVN]		<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
1530 16TH STREET, SUITE 500,		2/22/2021			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
DENVER, CO 80202				<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	2/22/2021		S(1)		29579389	D	\$21.05	59158779 (1)	D	(1)(4)(5)(6)
Common Stock	2/22/2021		J(2)(3)		16058895	D	(2)(3)	43099884 (2)(3)	D	(2)(3)(4)(5)(6)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				

Explanation of Responses:

- On February 22, 2021, Felix Investments Holdings II, LLC ("Felix Holdings") (on behalf of EnCap Energy Capital Fund X, L.P. ("EnCap Fund X")) and Felix STACK Holdings, LLC ("Felix STACK") executed a block trade under Rule 144 pursuant to which an aggregate of 29,579,389 shares of the Issuer's common stock, \$0.10 par value per share ("Common Stock"), were sold for \$21.05 per share, which shares included 26,326,096 shares that were held of record by Felix Holdings and 3,253,293 shares that were held of record by Felix STACK (such sale, the "Block Trade"). As of immediately following the Block Trade, 52,652,193 of the shares of Common Stock reflected in this report were held of record by Felix Holdings and 6,506,586 of such shares were held of record by Felix STACK.
- On February 22, 2021, following the Block Trade, Felix Holdings distributed an aggregate of 46,479,870 shares of Common Stock (the "Distributed FEI Shares") to certain of its affiliates, including Felix Energy Investments II, LLC ("Felix Investments"), and Felix STACK distributed 6,506,586 shares of Common Stock (the "Distributed FEX Shares") to EnCap FEX Holdings, LLC ("EnCap FEX"), in each case, for no consideration. As a result of such transactions and a series of subsequent distributions by such affiliates and the recipients thereof, (a) Felix Holdings retained and is record holder of 6,172,323 shares of Common Stock; (b) Felix Investments retained an indirect interest in the 6,172,323 shares of Common Stock held by Felix Holdings; (c) EnCap Fund X received and is record holder of 30,420,975 of the Distributed FEI Shares; (d) Felix STACK and EnCap FEX are no longer direct or indirect owners of any shares of Common Stock;
- Continued from footnote (2): and (e) EnCap Energy Capital Fund IX, L.P. ("EnCap Fund IX") received and is record holder of 6,506,586 of the Distributed FEX Shares.
- Felix Investments is the direct and indirect sole owner of Felix Holdings. EnCap Fund X is a member of Felix Investments that holds the right to appoint two of the three representatives to the board of managers of Felix Investments, and pursuant to the limited liability company agreement of Felix Holdings, the members of the Felix Holdings board of managers are required to be comprised of the same individuals as the Felix Investments board of managers. EnCap FEX is a member of Felix STACK that holds the right to appoint two of the four representatives to the board of managers of Felix STACK. Each of the two representatives to the board of managers of Felix STACK appointed by EnCap FEX possesses one and one-half votes and the other two representatives to the board of managers of Felix STACK possess one vote each (for a total of five votes for all managers).
- Continued from footnote (4): EnCap Fund IX is the sole managing member of EnCap FEX. Each of EnCap Fund IX and EnCap Fund X is controlled indirectly by EnCap Partners GP, LLC ("EnCap Partners GP"), which is the sole general partner of EnCap Partners, LP ("EnCap Partners"), which is the managing member of EnCap Investments Holdings, LLC ("EnCap Holdings"), which is the sole member of EnCap Investments GP, L.L.C. ("EnCap Investments GP"), which is the sole general partner of EnCap Investments L.P. ("EnCap Investments LP"). EnCap Investments LP is the sole general partner of EnCap Equity Fund IX GP, L.P. ("EnCap Fund IX GP"), which is the sole general partner of EnCap Fund IX, and EnCap Equity Fund X GP, L.P. ("EnCap Fund X GP"), which is the sole general partner of EnCap Fund X.

- (6) Continued from footnote (5): Each of Felix Investments, EnCap FEx, EnCap Fund IX, EnCap Fund IX GP, EnCap Fund X, EnCap Fund X GP, EnCap Investments LP, EnCap Investments GP, EnCap Holdings, EnCap Partners or EnCap Partners GP may be deemed to share voting or dispositive power over the reported securities held of record by any Reporting Persons under its direct or indirect control. The Reporting Persons disclaim beneficial ownership of these securities except to the extent of any such Reporting Person's pecuniary interest therein.

Remarks:

(7) Signed by John D. McCready in his capacity as Chief Executive Officer of Felix Investments Holdings II, LLC. (8) Signed by John D. McCready in his capacity as Chief Executive Officer of Felix Energy Investments II, LLC. (9) Signed by D. Martin Phillips in his capacity as Manager of Felix STACK Holdings, LLC. (10) Signed by D. Martin Phillips in his capacity as Senior Managing Director of EnCap Investments GP, L.L.C., the General Partner of EnCap Investments L.P., the General Partner of EnCap Equity Fund IX GP, L.P., the General Partner of EnCap Energy Capital Fund IX, L.P., the Sole Member of EnCap FEx Holdings, LLC. (11) Signed by Douglas E. Swanson, Jr. in his capacity as Managing Director of EnCap Investments GP, L.L.C., the General Partner of EnCap Investments L.P., the General Partner of EnCap Equity Fund X GP, L.P., the General Partner of EnCap Energy Capital Fund IX, L.P. and EnCap Energy Capital Fund X, L.P. (12) Signed by Douglas E. Swanson, Jr. in his capacity as Managing Director of EnCap Partners GP, LLC.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Felix Investments Holdings II, LLC 1530 16TH STREET, SUITE 500 DENVER, CO 80202	X	X		
Felix Energy Investments II, LLC C/O ENCAP INVESTMENTS L.P. 1100 LOUISIANA STREET, SUITE 4900 HOUSTON, TX 77002		X		
EnCap Energy Capital Fund X, L.P. C/O ENCAP INVESTMENTS L.P. 1100 LOUISIANA STREET, SUITE 4900 HOUSTON, TX 77002		X		
Felix STACK Holdings, LLC C/O ENCAP INVESTMENTS L.P. 1100 LOUISIANA STREET, SUITE 4900 HOUSTON, TX 77002		X		
EnCap FEx Holdings, LLC C/O ENCAP INVESTMENTS L.P. 1100 LOUISIANA STREET, SUITE 4900 HOUSTON, TX 77002		X		
EnCap Energy Capital Fund IX, L.P. C/O ENCAP INVESTMENTS L.P. 1100 LOUISIANA STREET, SUITE 4900 HOUSTON, TX 77002		X		
EnCap Partners GP, LLC C/O ENCAP INVESTMENTS L.P. 1100 LOUISIANA STREET, SUITE 4900 HOUSTON, TX 77002		X		

Signatures

/s/ John D. McCready (7) 2/24/2021

--Signature of Reporting Person

Date

/s/ John D. McCready (8) 2/24/2021

--Signature of Reporting Person

Date

/s/ D. Martin Phillips (9) 2/24/2021

--Signature of Reporting Person

Date

/s/ D. Martin Phillips (10) 2/24/2021

--Signature of Reporting Person

Date

/s/ Douglas E. Swanson, Jr. (11) 2/24/2021

--Signature of Reporting Person

Date

/s/ Douglas E. Swanson, Jr. (12) 2/24/2021

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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