

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**

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**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

<b>1. Name and Address of Reporting Person*</b> <u>Foster Paul L</u>  (Last) (First) (Middle) <u>19100 RIDGEWOOD PARKWAY</u>  (Street) <u>SAN ANTONIO TX 78259</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>ANDEAVOR [ ANDV ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>06/18/2018</u>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

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

1. Title of Security (Instr. 3)	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 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	06/18/2018		s <sup>(1)</sup>		160	D	\$137.04 <sup>(2)</sup>	1,317,912	D	
Common Stock	06/18/2018		s <sup>(1)</sup>		1,290	D	\$138.01 <sup>(3)</sup>	1,316,622	D	
Common Stock	06/18/2018		s <sup>(1)</sup>		4,430	D	\$138.63 <sup>(4)</sup>	1,312,192	D	
Common Stock	06/18/2018		s <sup>(1)</sup>		640	D	\$137.04 <sup>(2)</sup>	5,993,167	I	By Franklin Mountain Investments Limited Partnership
Common Stock	06/18/2018		s <sup>(1)</sup>		5,160	D	\$138.01 <sup>(3)</sup>	5,988,007	I	By Franklin Mountain Investments Limited Partnership
Common Stock	06/18/2018		s <sup>(1)</sup>		17,720	D	\$138.63 <sup>(4)</sup>	5,970,287	I	By Franklin Mountain Investments Limited Partnership
Common Stock	06/19/2018		s <sup>(1)</sup>		1,159	D	\$137.3 <sup>(5)</sup>	1,311,033	D	
Common Stock	06/19/2018		s <sup>(1)</sup>		4,521	D	\$138.89 <sup>(6)</sup>	1,306,512	D	
Common Stock	06/19/2018		s <sup>(1)</sup>		200	D	\$139.08 <sup>(7)</sup>	1,306,312	D	
Common Stock	06/19/2018		s <sup>(1)</sup>		4,634	D	\$137.3 <sup>(5)</sup>	5,965,653	I	By Franklin Mountain Investments Limited Partnership
Common Stock	06/19/2018		s <sup>(1)</sup>		18,086	D	\$138.87 <sup>(6)</sup>	5,947,567	I	By Franklin Mountain Investments Limited Partnership
Common Stock	06/19/2018		s <sup>(1)</sup>		800	D	\$139.08 <sup>(7)</sup>	5,946,767	I	By Franklin Mountain Investments Limited Partnership

**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. Transaction 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 (Month/Day/Year)		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: 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:**

- Represents a sale effected pursuant to a Rule 10b5-1 trading plan previously adopted by the Reporting Person.
- The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$136.36 to \$137.35. The Reporting Person undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions reported herein were effected.
- The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$137.40 to \$138.35. The Reporting Person undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions reported herein were effected.
- The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$138.36 to \$139.20. The Reporting Person undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions reported herein were effected.
- The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$136.86 to \$137.82. The Reporting Person undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions reported herein were effected.
- The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$137.87 to \$138.82. The Reporting Person undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions reported herein were effected.
- The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$138.91 to \$139.17. The Reporting Person undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions reported herein were effected.

**Remarks:**

/s/Elisa D. Watts, Attorney-in-Fact for Paul L. Foster    06/20/2018

\*\* 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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