

<b>OMB APPROVAL</b>	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <u>BERRY WILLIAM B</u>  (Last) (First) (Middle) <u>600 NORTH DAIRY ASHFORD</u>  (Street) <u>HOUSTON TX 77079</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CONOCOPHILLIPS [ COP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/13/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person

**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	12/13/2004		M		2,605	A	\$43.35	27,791	D	
Common Stock	12/13/2004		M		474	A	\$43.85	28,265	D	
Common Stock	12/13/2004		M		1,981	A	\$45.75	30,246	D	
Common Stock	12/13/2004		M		7,364	A	\$46.29	37,610	D	
Common Stock	12/13/2004		M		3,020	A	\$46.88	40,630	D	
Common Stock	12/13/2004		F		8,291	D	\$85.22	32,339	D	
Common Stock								23,666	I	By ConocoPhillips Savings Plan

**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
Stock Options (right to buy)	\$43.35	12/13/2004		M		2,605		08/30/2002	01/02/2008	Common Stock	2,605	\$0	2,195	D	
Stock Options (right to buy)	\$43.85	12/13/2004		M		474		08/30/2002	07/14/2007	Common Stock	474	\$0	226	D	
Stock Options (right to buy)	\$45.75	12/13/2004		M		1,981		08/30/2002	01/03/2007	Common Stock	1,981	\$0	2,319	D	
Stock Options (right to buy)	\$46.29	12/13/2004		M		7,364		08/30/2002	10/12/2008	Common Stock	7,364	\$0	1,036	D	
Stock Options (right to buy)	\$46.88	12/13/2004		M		3,020		08/30/2002	10/11/2009	Common Stock	3,020	\$0	6,080	D	

Explanation of Responses:

Remarks:

Michael A. Gist, Attorney-in-Fact (Power of Attorney filed 12/15/2004)

[with the Commission on  
02/10/2004](#))

\*\* 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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**