

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): April 25, 2007

ConocoPhillips
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-32395 (Commission File Number)	01-0562944 (I.R.S. Employer Identification No.)
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600 North Dairy Ashford
Houston, Texas 77079
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (281) 293-1000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition

On April 25, 2007, ConocoPhillips issued a press release announcing the company's financial and operating results for the quarter ended March 31, 2007. A copy of the press release is furnished as Exhibit 99.1 hereto and incorporated herein by reference. Additional financial and operating information about the quarter is furnished as Exhibits 99.2 and 99.3 hereto and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

- 99.1 -- Press release issued by ConocoPhillips on April 25, 2007.
- 99.2 -- Financial and operational tables.
- 99.3 -- Supplemental financial information.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CONOCOPHILLIPS

/s/ Rand C. Berney

Rand C. Berney
Vice President and Controller

April 25, 2007

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press release issued by ConocoPhillips on April 25, 2007.
99.2	Financial and operational tables.
99.3	Supplemental financial information.

ConocoPhillips Reports First-Quarter Net Income
of \$3.5 Billion or \$2.12 Per Diluted Share

HOUSTON--(BUSINESS WIRE)--April 25, 2007--ConocoPhillips
(NYSE:COP):

Earnings at a glance

	First Quarter	
	2007	2006
Net income	\$3,546 million	3,291 million
Diluted net income per share	\$2.12	2.34
Revenues(1)	\$41.3 billion	46.9 billion

(1) Effective April 1, 2006, revenues no longer include the sales portion of buy/sell contracts, reflecting the adoption of EITF No. 04-13, "Accounting for Purchases and Sales of Inventory with the Same Counterparty."

ConocoPhillips (NYSE:COP) today reported first-quarter net income of \$3,546 million, or \$2.12 per share. This compares with \$3,291 million, or \$2.34 per share, for the same quarter in 2006. Revenues were \$41.3 billion, versus \$46.9 billion a year ago.

"Operating performance for the quarter was consistent with our plans and we continued to progress the execution of our financial strategy," said Jim Mulva, chairman and chief executive officer. "With respect to our upstream operations, we produced 2.47 million BOE per day, including an estimated 0.45 million BOE per day from our LUKOIL Investment segment. In our downstream business, the crude oil capacity utilization rate was 94 percent during the quarter.

"We continued to strengthen our financial position by lowering our debt balance to \$23.7 billion and improving our debt-to-capital ratio to 22 percent. During the quarter, we funded \$3 billion of our capital program, reduced debt by \$3.5 billion, repurchased \$1 billion of ConocoPhillips common stock, and paid \$0.7 billion in dividends. This was accomplished using \$6.9 billion of cash generated from operations and \$1.3 billion in proceeds from asset dispositions."

First-quarter net income included a net benefit of \$0.29 per share associated with the company's asset disposition efforts.

The results for ConocoPhillips' business segments follow.

Exploration and Production (E&P)

First-quarter financial results: E&P net income was \$2,329 million, up from \$2,087 million in the fourth quarter of 2006 and down from \$2,553 million in the first quarter of 2006. The increase from the previous quarter primarily was due to a \$355 million net benefit associated with first-quarter 2007 asset rationalization efforts, lower asset impairments, and higher natural gas prices. The increased net income was partially offset by lower sales volumes and crude oil prices. The decrease from the first quarter of 2006 primarily was due to lower commodity prices, higher taxes, and higher operating costs. This decrease was partially offset by the current year net benefit from asset rationalization efforts and higher volumes. The increase in volumes reflected the inclusion of Burlington Resources' results, partially offset by normal field decline and OPEC reductions.

Daily production from the E&P segment, including Canadian Syncrude and excluding the LUKOIL Investment segment, averaged 2.02 million barrels of oil equivalent (BOE) per day, a slight decline from 2.05 million BOE per day in the previous quarter and up from 1.61 million BOE per day in the first quarter of 2006. Compared to the fourth quarter of 2006, first-quarter 2007 production increased due to lower unplanned downtime in Alaska and the U.K. North Sea and volumes from the recently formed upstream business venture with EnCana. This increase was more than offset by the effect of asset dispositions, OPEC reductions in Venezuela and Libya, normal field decline, completion of recovery of the company's underlift in Libya during the previous quarter, and production sharing contract impacts.

The increase from the first quarter of 2006 primarily was due to the addition of the Burlington Resources assets, Libya volumes and the upstream business venture with EnCana. The increased production was partially offset by normal field decline, production sharing contract impacts, OPEC reductions, and the effect of asset dispositions.

Before-tax exploration expenses were \$262 million in the first quarter of 2007, versus \$391 million in the previous quarter and \$112 million in the first quarter of 2006.

Midstream

First-quarter financial results: The Midstream segment includes the company's 50 percent interest in DCP Midstream, LLC. Midstream first-quarter net income was \$85 million, down from \$89 million in the

previous quarter and \$110 million in the first quarter of 2006. The decrease from the previous quarter primarily was due to lower volumes, partially offset by higher natural gas liquids prices. The decrease from the first quarter of 2006 primarily was due to lower volumes and natural gas liquids prices.

Refining and Marketing (R&M)

First-quarter financial results: R&M net income was \$1,136 million in the first quarter, up from \$919 million in the previous quarter and \$390 million in the first quarter of 2006. Held-for-sale asset impairments were \$192 million in the previous quarter. In the first quarter of 2007, previously reported held-for-sale asset impairments were reduced to reflect asset values consistent with finalized sales agreements. This resulted in a net benefit of \$135 million in the first quarter.

Operationally, first-quarter 2007 realized refining margins were higher than the previous period. Although domestic WTI-based market crack spreads improved significantly during the quarter, realized margins only improved slightly. This primarily was due to narrowing crude differentials, the periodic pricing of Brent and other crudes at a premium to WTI during the quarter, and the company's refining configuration. Internationally, the increase in market crack spreads was offset by lower trading results. In addition, lower refining volumes, largely due to fewer days in the quarter, and lower marketing margins more than offset the benefit from higher realized refining margins. The increase from the first quarter of 2006 primarily was due to higher worldwide refining and marketing margins, higher worldwide refining volumes, the first-quarter 2007 reduction in previously reported impairments, and lower turnaround costs.

ConocoPhillips' crude oil refining capacity as of January 1, 2007, was 2,729,000 barrels per day, down from 2,901,000 barrels per day at year-end 2006, reflecting the contribution of the company's Wood River (Roxana, Ill.) and Borger (Texas) refineries to the downstream business venture with EnCana. The domestic refining crude oil capacity utilization rate for the first quarter was 95 percent, compared with 96 percent in the previous quarter. The international crude oil capacity utilization rate was 90 percent, compared with 87 percent in the previous quarter.

Worldwide, R&M's refining crude oil capacity utilization rate of 94 percent remained unchanged from the previous quarter and was up from 85 percent in the first quarter of 2006. The first-quarter 2006 rate was impacted by turnaround activity and unplanned downtime at a number of the company's domestic refineries. Before-tax turnaround costs were \$75 million in the first quarter of 2007, versus \$94 million in the previous quarter and \$163 million in the first quarter of 2006.

LUKOIL Investment

First-quarter financial results: LUKOIL Investment segment net income was \$256 million, down from \$302 million in the previous quarter and up from \$249 million in the first quarter of 2006. The results include ConocoPhillips' estimated equity share of OAO LUKOIL's (LUKOIL) income for the first quarter based on market indicators and historical production trends for LUKOIL. The company's equity ownership interest in LUKOIL at the end of the first quarter was 20.6 percent based on an estimated 826 million shares outstanding.

The decrease in net income from the previous quarter primarily was due to a fourth-quarter net benefit from alignment of the company's estimate of net income and ownership interest to LUKOIL's reported results, partially offset by estimated price and volume impacts. The increase from the first quarter of 2006 primarily was due to higher estimated volumes and ConocoPhillips' increased equity ownership, partially offset by the net impact from the alignment of estimated net income to LUKOIL's reported results and lower estimated commodity prices.

For the first quarter of 2007, ConocoPhillips estimated its equity share of LUKOIL production was 445,000 BOE per day and its share of LUKOIL daily refining crude oil throughput was 219,000 barrels per day.

Chemicals

First-quarter financial results: The Chemicals segment, which includes the company's 50 percent interest in Chevron Phillips Chemical Company LLC, reported net income of \$82 million, down from \$98 million in the fourth quarter of 2006 and \$149 million in the first quarter of 2006. The decrease from the previous quarter primarily was due to a business interruption insurance benefit recognized in the fourth quarter of 2006, lower margins, and higher turnaround costs. The decrease in net income was partially offset by a fourth-quarter 2006 asset retirement expense that did not recur in the first quarter. The decrease from the first quarter of 2006 was largely due to lower olefins and polyolefins margins and a business interruption insurance benefit recorded in the first quarter of 2006.

Emerging Businesses

The Emerging Businesses segment had a net loss of \$1 million in the first quarter of 2007, compared with net income of \$8 million in the previous quarter and net income of \$8 million in the first quarter of 2006. Results were impacted by lower power generation earnings

during the first quarter of 2007.

Corporate and Other

First-quarter Corporate expenses were \$341 million, after tax, up from \$306 million in the previous quarter and \$168 million in the first quarter of 2006. The increase from the previous quarter was largely attributable to a \$14 million foreign exchange loss in the first quarter of 2007, compared to a \$61 million foreign exchange gain in the fourth quarter of 2006 and a \$14 million premium on the early retirement of debt paid in the first quarter of 2007. The increase in Corporate expenses was partially offset by lower net interest expense and Burlington Resources acquisition-related charges. The increase from the first quarter of 2006 primarily was due to higher net interest expense, acquisition-related charges, and the premium paid on the early retirement of debt.

Total debt at the end of the first quarter was \$23.7 billion, a reduction of \$3.5 billion during the quarter. The company's debt-to-capital ratio was 22 percent, compared to 24 percent at the end of 2006.

ConocoPhillips' first-quarter effective tax rate was 41.5 percent. This is compared with 46.0 percent in the fourth quarter of 2006. The lower effective tax rate for the first quarter of 2007 was primarily the result of the company's asset rationalizations.

Outlook

Mr. Mulva concluded:

"We achieved another quarter of strong financial results, and we continue to build shareholder value through operating excellence and project execution, capital discipline, debt reduction, and increased share repurchases and dividends.

"We are continuing to advance our Canadian heavy oil projects with the implementation of the business ventures with EnCana in the first quarter and the ongoing development of Surmont Phase I. In our downstream business, we continue to make progress on the capital investments in the Wood River and Borger refineries.

"Consistent with our plans, we anticipate the company's second-quarter E&P segment production to be lower due to scheduled maintenance, normal seasonality in Alaska, our exit from Dubai and asset dispositions.

"In our downstream refining business, we expect crude oil capacity utilization to be in the mid-90-percent range in the second quarter. Turnaround costs are anticipated to be approximately \$60 million for the quarter.

"ConocoPhillips recently announced its support for a mandatory national framework to address greenhouse gas emissions and has joined the U.S. Climate Action Partnership. The company also announced the formation of a strategic alliance with Tyson Foods, Inc. to produce and market the next generation of renewable diesel fuel. In addition, ConocoPhillips established an eight-year, \$22.5 million research program at Iowa State University dedicated to developing technologies that produce biorenewable fuels.

"Meeting the twin challenges of taking action on climate change and providing adequate and reliable supplies of energy will require technical innovation, resource commitments and responsible stewardship by energy producers and consumers alike. ConocoPhillips intends to meet these challenges."

ConocoPhillips is an integrated petroleum company with interests around the world. Headquartered in Houston, the company had approximately 38,700 employees, \$173 billion of assets, and \$165 billion of annualized revenues as of March 31, 2007. For more information, go to www.conocophillips.com.

ConocoPhillips' quarterly conference call is scheduled for 11 a.m. Eastern time today.

To listen to the conference call and to view related presentation materials, go to www.conocophillips.com and click on the "Investor Information" link.

For financial and operational tables and detailed supplemental information, go to www.conocophillips.com/investor/reports/index.htm

CAUTIONARY STATEMENT FOR THE PURPOSES OF THE "SAFE HARBOR" PROVISIONS OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended and Section 21E of the Securities Exchange Act of 1934, as amended, which are intended to be covered by the safe harbors created thereby. Forward-looking statements relate to future events and anticipated results of operations, business strategies, and other aspects of our operations or operating results. In many cases you can identify forward-looking statements by terminology such as "anticipate," "estimate," "believe," "continue," "could," "intend," "may," "plan," "potential," "predict," "should," "will," "expect," "objective," "projection," "forecast," "goal," "guidance," "outlook," "effort," "target" and other similar words. However, the absence of these words

does not mean that the statements are not forward-looking. Where, in any forward-looking statement, the company expresses an expectation or belief as to future results, such expectation or belief is expressed in good faith and believed to have a reasonable basis. However, there can be no assurance that such expectation or belief will result or be achieved. The actual results of operations can and will be affected by a variety of risks and other matters including, but not limited to, crude oil and natural gas prices; refining and marketing margins; potential failure to achieve, and potential delays in achieving expected reserves or production levels from existing and future oil and gas development projects due to operating hazards, drilling risks, and the inherent uncertainties in interpreting engineering data relating to underground accumulations of oil and gas; unsuccessful exploratory drilling activities; lack of exploration success; potential disruption or unexpected technical difficulties in developing new products and manufacturing processes; potential failure of new products to achieve acceptance in the market; unexpected cost increases or technical difficulties in constructing or modifying company manufacturing or refining facilities; unexpected difficulties in manufacturing, transporting or refining synthetic crude oil; international monetary conditions and exchange controls; potential liability for remedial actions under existing or future environmental regulations; potential liability resulting from pending or future litigation; general domestic and international economic and political conditions, as well as changes in tax and other laws applicable to our business. Other factors that could cause actual results to differ materially from those described in the forward-looking statements include other economic, business, competitive and/or regulatory factors affecting our business generally as set forth in our filings with the Securities and Exchange Commission (SEC). Unless legally required, ConocoPhillips undertakes no obligation to update publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

Cautionary Note to U.S. Investors -- The SEC permits oil and gas companies, in their filings with the SEC, to disclose only proved reserves that a company has demonstrated by actual production or conclusive formation tests to be economically and legally producible under existing economic and operating conditions. Production is distinguished from oil and gas production because SEC regulations define Syncrude as mining-related and not part of conventional oil and natural gas reserves. The company uses certain terms in this release, such as "including Canadian Syncrude," and "resources" that the SEC's guidelines strictly prohibit us from including in filings with the SEC. U.S. investors are urged to consider closely the disclosures in the company's periodic filings with the SEC, available from the company at 600 North Dairy Ashford Road, Houston, Texas 77079 and the company's Web site at www.conocophillips.com/investor/sec. This information also can be obtained from the SEC by calling 1-800-SEC-0330.

CONTACT: ConocoPhillips, Houston
Gary Russell, 212-207-1996 (investors)
or
Becky Johnson, 281-293-6743 (media)

Conoco Phillips
Houston, Texas 77079

Preliminary
FINANCIAL HIGHLIGHTS

	Millions of Dollars	
	Three Months Ended March 31	
	2007	2006
Revenues and other income		
Sales and other operating revenues*	\$ 41,320	46,906
Equity in earnings of affiliates	929	960
Other income	618	61
	-----	-----
	42,867	47,927
	-----	-----
Costs and expenses		
Purchased crude oil, natural gas and products	26,715	33,455
Production and operating expenses	2,492	2,215
Selling, general and administrative expenses	527	566
Exploration expenses	262	112
Depreciation, depletion and amortization	2,024	1,180
Impairments	(1)	-
Taxes other than income taxes*	4,374	4,387
Accretion on discounted liabilities	79	60
Interest and debt expense	307	115
Foreign currency transaction losses	1	22
Minority interests	21	18
	-----	-----
	36,801	42,130
	-----	-----
Income before income taxes	6,066	5,797
Provision for income taxes	2,520	2,506
	-----	-----
Net income	3,546	3,291
	=====	=====
Net income per share of common stock (dollars)		
Basic	\$ 2.15	2.38
	=====	=====
Diluted	\$ 2.12	2.34
	=====	=====
Average common shares outstanding (in thousands)		
Basic	1,647,352	1,382,925
Diluted	1,668,847	1,404,704
*Includes excise taxes on petroleum products sales:	\$ 3,717	3,990

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Conoco Phillips
Houston, Texas 77079

Preliminary
SELECTED FINANCIAL DATA

	Millions of Dollars	
	Three Months Ended March 31	
	2007	2006
SUMMARY OF NET INCOME (LOSS)		
E&P		
United States	\$ 916	1,181
International	1,413	1,372
	-----	-----
Total E&P	2,329	2,553
	-----	-----
Midstream	85	110
	-----	-----
R&M		
United States	896	297
International	240	93
	-----	-----
Total R&M	1,136	390
	-----	-----
LUKOIL Investment	256	249
Chemicals	82	149
Emerging Businesses	(1)	8
Corporate and other	(341)	(168)
	-----	-----
Consolidated	\$ 3,546	3,291
	=====	=====

Conoco Phillips
Houston, Texas 77079

Preliminary
SELECTED FINANCIAL DATA

	Three Months Ended	
	2007	2006
Effective tax rate %	41.5 %	43.2

	Millions of Dollars	
FOREIGN CURRENCY GAINS (LOSSES) AFTER-TAX		
E&P	\$ 17	7
Midstream	-	-
R&M	-	6
LUKOIL Investment	-	-
Chemicals	-	-
Emerging Businesses	-	-
Corporate and other	(14)	(8)
	-----	-----
	\$ 3	5
	=====	=====

CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income	\$ 3,546	3,291
Depreciation, depletion and amortization	2,024	1,180
Impairments	(1)	-
Dry hole costs and leasehold impairments	148	38
Accretion on discounted liabilities	79	60
Deferred taxes	77	168
Undistributed equity earnings	(557)	(67)
Net gain on asset dispositions	(499)	(3)
Other	(94)	(203)
Working capital adjustments	2,150	336
	-----	-----
Net cash provided by operating activities	\$ 6,873	4,800
	=====	=====

CAPITAL EXPENDITURES AND INVESTMENTS		
E&P		
United States	\$ 843	419
International	1,727	1,787
	-----	-----
	2,570	2,206
Midstream	-	1
R&M	205	1,635
LUKOIL Investment	-	612
Chemicals	-	-
Emerging Businesses	31	12
Corporate and other	41	48
	-----	-----
	\$ 2,847	4,514
	=====	=====

OTHER	March 31, 2007	December 31, 2006
Total debt	\$ 23,668	27,134
Common stockholders' equity	\$ 84,782	82,646

Preliminary
OPERATING HIGHLIGHTS

BY SEGMENT

	Three Months Ended	
	March 31	
	2007	2006
	----- Thousands of Barrels Daily -----	
E&P		
Crude oil produced		
United States		
Alaska	276	283
Lower 48	104	64
	-----	-----
	380	347
Norway	179	188
United Kingdom	55	62
Canada	21	22
China	38	25
Indonesia	13	14
Vietnam	23	31
Timor Sea	24	39
Libya	45	-
Other	62	49
	-----	-----
Total consolidated	840	777
Equity affiliates		
Canada	23	-
Russia	15	16
Venezuela	82	110
	-----	-----
Total Worldwide	960	903
	=====	=====
Syncrude	23	16
	=====	=====
Natural gas liquids produced		
United States		
Alaska*	22	22
Lower 48	68	29
	-----	-----
	90	51
Norway	8	11
Canada	31	9
Timor Sea	12	20
Other	9	6
	-----	-----
Total Worldwide	150	97
	=====	=====
*Includes reinjected volumes sold lease-to-lease.	16	14
	Millions of Cubic Feet Daily	
Natural gas produced*		
United States		
Alaska	122	163
Lower 48	2,190	1,264
	-----	-----
	2,312	1,427
Norway	247	269
United Kingdom	785	851
Canada	1,152	424
China	11	-
Timor Sea	243	144
Indonesia	331	294
Vietnam	15	24
Libya	5	-
Other	212	121
	-----	-----
Total consolidated	5,313	3,554
Equity affiliates		
Venezuela	9	11
	-----	-----
Total Worldwide	5,322	3,565
	=====	=====
*Represents quantities available for sale. Excludes gas equivalent of NGL shown above.		
Liquefied natural gas sales	492	264
LUKOIL Investment		
Production (MBOE/D)*	445	322
Refinery crude oil throughput (MB/D)*	219	163
*Represents our estimated net share of LUKOIL.		

Preliminary
OPERATING HIGHLIGHTS

	Three Months Ended March 31	
	2007	2006
E&P		
Per Unit		
Average sales prices		
Crude oil (per barrel)		
United States		
Alaska	\$ 55.50	58.87
Lower 48	49.32	52.21
Total U.S.	53.78	57.70
International	56.29	60.08
Total consolidated	55.17	58.97
Equity affiliates*	40.02	43.38
Total Worldwide	53.38	56.63
Natural gas (per MCF)		
United States		
Alaska	4.19	3.58
Lower 48	6.21	7.50
Total U.S.	6.19	7.42
International	6.49	7.16
Total consolidated	6.36	7.26
Equity affiliates*	0.48	0.23
Total Worldwide	6.35	7.24

*Excludes our equity share of LUKOIL reported in the LUKOIL Investment segment.

Midstream		
	Thousands of Barrels Daily	
Natural gas liquids extracted		
Consolidated		
United States	15	23
International	-	-
Equity affiliates		
United States	174	178
International	8	6
	-----	-----
	197	207
	=====	=====

	Per Barrel	
U.S. product prices		
Weighted average NGL**		
Consolidated	\$ 37.73	37.64
DCP	36.55	37.29

**Prices are based on index prices from the Mont Belvieu and Conway market hubs that are weighted by natural-gas-liquids component and location mix.

	Three Months Ended March 31	
	2007	2006

	Thousands of Barrels Daily	
R&M		
United States		
Crude oil capacity	2,033	2,208
Crude oil runs	1,938	1,840
Refinery production	2,152	1,988
International*		
Crude oil capacity	696	523
Crude oil runs	623	490
Refinery production	644	500
U.S. petroleum products outside sales		
Gasoline	1,258	1,258
Distillates	862	813
Other products	480	517
	-----	-----
	2,600	2,588
International	713	695
	-----	-----
	3,313	3,283
	=====	=====
	Per Gallon	
U.S. average sales prices**		
Gasoline-wholesale	\$ 1.86	1.79
Gasoline-retail	2.03	1.90
Distillates-wholesale	1.94	1.89

*Includes ConocoPhillips' share of equity affiliates, except for our share of LUKOIL, which is reported in the LUKOIL Investment segment.

**Excludes excise taxes.

SUMMARY OF NET INCOME (LOSS) BY SEGMENT

Millions of Dollars

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
Income (Loss) from Continuing Operations										
U.S. E&P	1,181	1,300	995	872	4,348	916				916
International E&P	1,372	2,004	909	1,215	5,500	1,413				1,413
Total E&P	2,553	3,304	1,904	2,087	9,848	2,329				2,329
Midstream	110	108	169	89	476	85				85
U.S. R&M	297	1,433	1,444	741	3,915	896				896
International R&M	93	275	20	178	566	240				240
Total R&M	390	1,708	1,464	919	4,481	1,136				1,136
LUKOIL Investment	249	387	487	302	1,425	256				256
Chemicals	149	103	142	98	492	82				82
Emerging Businesses	8	(12)	11	8	15	(1)				(1)
Corporate and Other	(168)	(412)	(301)	(306)	(1,187)	(341)				(341)
Consolidated	3,291	5,186	3,876	3,197	15,550	3,546				3,546
Cumulative Effect of Accounting Changes										
U.S. E&P	-	-	-	-	-	-				-
International E&P	-	-	-	-	-	-				-
Total E&P	-	-	-	-	-	-				-
Midstream	-	-	-	-	-	-				-
U.S. R&M	-	-	-	-	-	-				-
International R&M	-	-	-	-	-	-				-
Total R&M	-	-	-	-	-	-				-
LUKOIL Investment	-	-	-	-	-	-				-
Chemicals	-	-	-	-	-	-				-
Emerging Businesses	-	-	-	-	-	-				-
Corporate and Other	-	-	-	-	-	-				-
Consolidated	-	-	-	-	-	-				-
Income (Loss) from Discontinued Operations										
Corporate and Other	-	-	-	-	-	-				-
Net Income (Loss)										
U.S. E&P	1,181	1,300	995	872	4,348	916				916
International E&P	1,372	2,004	909	1,215	5,500	1,413				1,413
Total E&P	2,553	3,304	1,904	2,087	9,848	2,329				2,329
Midstream	110	108	169	89	476	85				85
U.S. R&M	297	1,433	1,444	741	3,915	896				896
International R&M	93	275	20	178	566	240				240
Total R&M	390	1,708	1,464	919	4,481	1,136				1,136
LUKOIL Investment	249	387	487	302	1,425	256				256
Chemicals	149	103	142	98	492	82				82
Emerging Businesses	8	(12)	11	8	15	(1)				(1)
Corporate and Other	(168)	(412)	(301)	(306)	(1,187)	(341)				(341)
Consolidated	3,291	5,186	3,876	3,197	15,550	3,546				3,546

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INCOME FROM CONTINUING OPERATIONS BEFORE INCOME TAXES

Millions of Dollars

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD

Income from Continuing Operations							
Before Income Taxes							
U.S. E&P	1,853	2,062	1,598	1,380	6,893	1,425	1,425
International E&P	2,862	3,814	3,460	2,948	13,084	2,894	2,894
Total E&P	4,715	5,876	5,058	4,328	19,977	4,319	4,319
Midstream	173	187	214	150	724	132	132
U.S. R&M	512	2,260	2,282	1,195	6,249	1,400	1,400
International R&M	112	343	107	222	784	218	218
Total R&M	624	2,603	2,389	1,417	7,033	1,618	1,618
LUKOIL Investment	257	398	496	311	1,462	262	262
Chemicals	209	134	191	128	662	107	107
Emerging Businesses	9	(20)	14	11	14	(3)	(3)
Corporate and Other	(190)	(496)	(425)	(428)	(1,539)	(369)	(369)
Consolidated	5,797	8,682	7,937	5,917	28,333	6,066	6,066
Income from Continuing Operations							
Effective Tax Rates							
U.S. E&P	36.3%	37.0%	37.7%	36.8%	36.9%	35.7%	35.7%
International E&P	52.1%	47.5%	73.7%	58.8%	58.0%	51.2%	51.2%
Total E&P	45.9%	43.8%	62.4%	51.8%	50.7%	46.1%	46.1%
Midstream	36.4%	42.2%	21.0%	40.7%	34.3%	35.6%	35.6%
U.S. R&M	42.0%	36.6%	36.7%	38.0%	37.3%	36.0%	36.0%
International R&M	17.0%	19.8%	81.3%	19.8%	27.8%	-10.1%	-10.1%
Total R&M	37.5%	34.4%	38.7%	35.1%	36.3%	29.8%	29.8%
LUKOIL Investment	3.1%	2.8%	1.8%	2.9%	2.5%	2.3%	2.3%
Chemicals	28.7%	23.1%	25.7%	23.4%	25.7%	23.4%	23.4%
Emerging Businesses	11.1%	40.0%	21.4%	27.3%	-7.1%	66.7%	66.7%
Corporate and Other	11.6%	16.9%	29.2%	28.5%	22.9%	7.6%	7.6%
Consolidated	43.2%	40.3%	51.2%	46.0%	45.1%	41.5%	41.5%

CERTAIN ITEMS INCLUDED IN INCOME FROM CONTINUING OPERATIONS (AFTER-TAX)

Millions of Dollars

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
U.S. E&P										
Gain (loss) on asset sales	-	15	-	33	48	36	-	-	-	36
Impairments	-	(26)	-	(10)	(36)	-	-	-	-	-
Insurance premium adjustments	(2)	-	(5)	(4)	(11)	-	-	-	-	-
Pending claims and settlements	-	-	18	-	18	-	-	-	-	-
Business interruption insurance claims recovery	-	-	15	-	15	-	-	-	-	-
Enacted tax legislation	-	2	-	-	2	-	-	-	-	-
Total	(2)	(9)	28	19	36	36	-	-	-	36
International E&P										
Gain (loss) on asset sales	-	25	-	-	25	407	-	-	-	407
Insurance premium adjustments	(10)	-	(10)	(8)	(28)	-	-	-	-	-
International tax law changes	-	401	(270)	(31)	100	38	-	-	-	38
Impairments	-	-	(4)	(104)	(108)	(88)	-	-	-	(88)
Business interruption insurance claims recovery	-	-	11	3	14	-	-	-	-	-
Pending claims and settlements	-	-	-	25	25	-	-	-	-	-
Total	(10)	426	(273)	(115)	28	357	-	-	-	357
Total E&P	(12)	417	(245)	(96)	64	393	-	-	-	393
Midstream										
Business interruption insurance claims recovery	-	-	-	5	5	-	-	-	-	-
DCP Midstream's sale of TEPPCO general ptrnr	-	-	30	-	30	-	-	-	-	-
Enacted tax legislation	-	(6)	-	-	(6)	-	-	-	-	-
Total	-	(6)	30	5	29	-	-	-	-	-
U.S. R&M										
Impairments	-	-	(35)	(192)	(227)	(13)	-	-	-	(13)
Insurance premium adjustments	(6)	-	(7)	(6)	(19)	-	-	-	-	-
Business interruption insurance claims recovery	-	-	111	-	111	-	-	-	-	-
Enacted tax legislation	-	34	-	-	34	-	-	-	-	-
Total	(6)	34	69	(198)	(101)	(13)	-	-	-	(13)
International R&M										
Impairments	-	-	(214)	-	(214)	148	-	-	-	148
Insurance premium adjustments	(1)	-	(1)	(1)	(3)	-	-	-	-	-
Total	(1)	-	(215)	(1)	(217)	148	-	-	-	148
Total R&M	(7)	34	(146)	(199)	(318)	135	-	-	-	135
LUKOil Investment										
Ownership interest adjustment	-	-	23	-	23	-	-	-	-	-
Total	-	-	23	-	23	-	-	-	-	-
Chemicals										
Business interruption insurance claims recovery	-	-	7	13	20	-	-	-	-	-
Asset retirements recorded by CPChem	-	-	-	(16)	(16)	-	-	-	-	-
Enacted tax legislation	-	(5)	-	-	(5)	-	-	-	-	-
Total	-	(5)	7	(3)	(1)	-	-	-	-	-
Emerging Businesses										
Property write-down	-	(14)	-	-	(14)	-	-	-	-	-
Total	-	(14)	-	-	(14)	-	-	-	-	-
Corporate and Other										
Acquisition-related expenses	(5)	(39)	(32)	(22)	(98)	(13)	-	-	-	(13)
Premium on early debt retirement	-	-	-	-	-	(14)	-	-	-	(14)
Pending claims and settlements	(15)	-	-	-	(15)	-	-	-	-	-
Canada tax law change	-	(10)	-	-	(10)	-	-	-	-	-
Total	(20)	(49)	(32)	(22)	(123)	(27)	-	-	-	(27)
Total Company	(39)	377	(363)	(315)	(340)	501	-	-	-	501

CASH FLOW INFORMATION

Millions of Dollars

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
Cash Flows from Operating Activities										
Net income	3,291	5,186	3,876	3,197	15,550	3,546				3,546
DD&A and impairments	1,180	2,015	2,404	2,368	7,967	2,023				2,023
Dry hole costs and leasehold impairments	38	47	56	210	351	148				148
Accretion on discounted liabilities	60	73	74	74	281	79				79
Deferred income taxes	168	(390)	495	(56)	217	77				77
Undistributed equity earnings	(67)	(687)	(253)	62	(945)	(557)				(557)
Net gain on asset dispositions	(3)	(53)	(8)	(52)	(116)	(499)				(499)
Other	(203)	189	(282)	95	(201)	(94)				(94)
Net working capital changes	336	(1,536)	(127)	(261)	(1,588)	2,150				2,150
Net Cash Provided by Operating Activities										
	4,800	4,844	6,235	5,637	21,516	6,873				6,873
Cash Flows from Investing Activities										
Capital expenditures and investments*:										
E&P	(2,206)	(2,172)	(2,454)	(2,681)	(9,513)	(2,570)				(2,570)
Midstream	(1)	(1)	-	(2)	(4)	-				-
R&M	(1,635)	(475)	(374)	(532)	(3,016)	(205)				(205)
LUKOIL Investment	(612)	(648)	(702)	(753)	(2,715)	-				-
Chemicals	-	-	-	-	-	-				-
Emerging Businesses	(12)	(28)	(6)	(37)	(83)	(31)				(31)
Corporate and Other	(48)	(78)	(61)	(78)	(265)	(41)				(41)
Total capital expend. & investments										
	(4,514)	(3,402)	(3,597)	(4,083)	(15,596)	(2,847)				(2,847)
Acquisition of Burlington Resources Inc.*	(14,190)	(94)	(1)	-	(14,285)	-				-
Proceeds from asset dispositions	5	68	173	299	545	1,343				1,343
Long-term advances to/collections from affiliates and other investments	(115)	(151)	(251)	(140)	(657)	(144)				(144)
Net Cash Used for Investing Activities										
	(18,814)	(3,579)	(3,676)	(3,924)	(29,993)	(1,648)				(1,648)
Cash Flows from Financing Activities										
Net issuance (repayment) of debt										
	15,324	(2,756)	(1,630)	(706)	10,232	(3,491)				(3,491)
Issuance of stock	40	64	41	75	220	40				40
Repurchase of stock	-	(425)	(250)	(250)	(925)	(1,000)				(1,000)
Dividends	(496)	(595)	(593)	(593)	(2,277)	(674)				(674)
Other	(27)	(20)	(76)	(62)	(185)	(49)				(49)
Net Cash Provided by (Used for) Financing Activities										
	14,841	(3,732)	(2,508)	(1,536)	7,065	(5,174)				(5,174)
Effect of Exchange Rate Changes										
	(33)	113	(9)	(56)	15	(8)				(8)
Net Change in Cash and Cash Equivalents										
	794	(2,354)	42	121	(1,397)	43				43
Cash and cash equivalents at beginning of period	2,214	3,008	654	696	2,214	817				817
Cash and Cash Equivalents at End of Period										
	3,008	654	696	817	817	860				860

* Net of cash acquired.

TOTAL E&P

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
E&P Net Income (\$ Millions)	2,553	3,304	1,904	2,087	9,848	2,329				2,329
Production										
Total, Including Equity Affiliates and Canadian Syncrude (MBOE/D)	1,610	2,134	2,036	2,047	1,957	2,020				2,020
E&P segment plus LUKOIL Investment segment:	1,932	2,537	2,472	2,485	2,358	2,465				2,465
Crude Oil and Condensate (MB/D)										
Consolidated	777	924	865	859	856	840				840
Equity affiliates	126	121	104	113	116	120				120
Total	903	1,045	969	972	972	960				960
Sales of crude oil produced (MB/D)										
	913	1,040	953	988	973	949				949
Natural Gas Liquids (MB/D)										
	97	152	146	150	136	150				150
Natural Gas (MMCF/D)										
Consolidated	3,554	5,498	5,379	5,387	4,961	5,313				5,313
Equity affiliates	11	10	8	7	9	9				9
Total	3,565	5,508	5,387	5,394	4,970	5,322				5,322
Canadian Syncrude (MB/D)										
	16	19	23	26	21	23				23
Industry Prices (Platt's)										
Crude Oil (\$/bbl)										
WTI spot	63.28	70.40	70.38	59.94	66.00	57.99				57.99
Brent dated	61.75	69.62	69.49	59.68	65.14	57.76				57.76
Natural Gas (\$/mmbtu)										
Henry Hub -- First of Month	9.01	6.80	6.58	6.56	7.24	6.77				6.77
Average Realized Prices										
Crude Oil and Condensate (\$/bbl)										
Consolidated	58.97	65.89	67.37	56.87	62.39	55.17				55.17
Equity affiliates	43.38	52.28	46.98	41.79	46.01	40.02				40.02
Total	56.63	64.34	65.04	55.10	60.37	53.38				53.38
Natural Gas Liquids (\$/bbl)										
	43.13	41.75	43.62	38.23	41.50	38.56				38.56
Natural Gas (\$/mcf)										
Consolidated	7.26	5.86	5.92	6.13	6.20	6.36				6.36
Equity affiliates	0.23	0.36	0.32	0.32	0.30	0.48				0.48
Total	7.24	5.85	5.91	6.12	6.19	6.35				6.35
Exploration Charges (\$ Millions)										
Dry Holes	19	15	18	142	194	62				62
Lease Impairments	19	33	37	68	157	86				86
Total Non-Cash Charges	38	48	55	210	351	148				148
Other (G&G and Lease Rentals)	74	86	142	181	483	114				114
Total Exploration Charges	112	134	197	391	834	262				262
Depreciation, Depletion and Amortization (DD&A) (\$ Millions)										
	910	1,659	1,860	1,703	6,132	1,802				1,802

U.S. E&P

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
U.S. E&P Net Income (\$ Millions)	1,181	1,300	995	872	4,348	916				916
Alaska (\$ Millions)	692	760	425	470	2,347	507				507
Lower 48 (\$ Millions)	489	540	570	402	2,001	409				409
Production Total U.S. (MBOE/D)	636	894	846	856	808	855				855
Crude Oil and Condensate (MB/D)										
Alaska	283	279	234	257	263	276				276
Lower 48	64	120	119	113	104	104				104
Total	347	399	353	370	367	380				380
Sales of crude oil produced (MB/D)	363	398	355	371	371	372				372
Natural Gas Liquids (MB/D)*										
Alaska	22	20	11	17	17	22				22
Lower 48	29	70	75	72	62	68				68
Total	51	90	86	89	79	90				90
*Includes reinjection volumes sold lease-to-lease:	14	14	7	9	11	16				16
Natural Gas (MMCF/D)										
Alaska	163	163	123	131	145	122				122
Lower 48	1,264	2,265	2,320	2,250	2,028	2,190				2,190
Total	1,427	2,428	2,443	2,381	2,173	2,312				2,312
Average Realized Prices										
Crude Oil and Condensate (\$/bbl)										
Alaska										
North Slope	52.92	59.89	62.85	51.11	58.43	48.83				48.83
West Coast	58.87	66.02	69.66	57.00	62.66	55.50				55.50
Lower 48	52.21	59.63	62.45	51.26	57.04	49.32				49.32
Total U.S.	57.70	64.09	67.25	55.26	61.09	53.78				53.78
Natural Gas Liquids (\$/bbl)										
Alaska	58.88	65.25	67.12	57.03	61.06	55.27				55.27
Lower 48	38.20	38.29	41.34	34.51	38.10	36.46				36.46
Total U.S.	43.00	40.45	42.68	36.74	40.35	37.86				37.86
Natural Gas (\$/mcf)										
Alaska	3.58	3.42	3.36	4.05	3.59	4.19				4.19
Lower 48	7.50	5.81	6.00	5.85	6.14	6.21				6.21
Total U.S.	7.42	5.78	5.98	5.84	6.11	6.19				6.19
Kenai, Alaska LNG Sales										
Volume (MMCF/D)	128	126	110	88	113	104				104
Sales price per MCF	6.45	5.16	6.16	6.33	6.00	5.83				5.83
U.S. Exploration Charges (\$ Millions)										
Dry Holes	8	3	8	67	86	13				13
Lease Impairments	8	15	13	46	82	43				43
Total Non-Cash Charges	16	18	21	113	168	56				56
Other (G&G and Lease Rentals)	14	1	66	55	136	26				26
Total U.S. Exploration Charges	30	19	87	168	304	82				82
Alaska Only	18	(7)	50	21	82	17				17
DD&A (\$ Millions)										
Alaska	132	135	137	151	555	168				168
Lower 48	251	634	784	623	2,292	618				618
Total U.S.	383	769	921	774	2,847	786				786

INTERNATIONAL E&P

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
International E&P										
Net Income (\$ Millions)	1,372	2,004	909	1,215	5,500	1,413				1,413
Production										
Total, Including Equity										
Affiliates										
and Canadian Syncrude										
(MBOE/D)	974	1,240	1,190	1,191	1,149	1,165				1,165
Crude Oil and Condensate										
(MB/D)										
Consolidated										
Norway	188	192	190	185	189	179				179
United Kingdom	62	57	50	56	56	55				55
Canada	22	27	26	27	25	21				21
China	25	34	36	36	33	38				38
Indonesia	14	14	11	10	12	13				13
Vietnam	31	22	24	23	25	23				23
Timor Sea	39	39	40	27	36	24				24
Libya	-	74	71	56	50	45				45
Other	49	66	64	69	63	62				62
Equity affiliates										
Canada	-	-	-	-	-	23				23
Russia	16	15	15	14	15	15				15
Venezuela	110	106	89	99	101	82				82
Total	556	646	616	602	605	580				580
Sales of crude oil produced										
(MB/D)	550	642	598	617	602	577				577
Natural Gas Liquids (MB/D)										
Norway	11	8	9	8	9	8				8
Canada	9	30	28	31	25	31				31
Timor Sea	20	20	20	15	18	12				12
Other	6	4	3	7	5	9				9
Total	46	62	60	61	57	60				60
Natural Gas (MMCF/D)										
Consolidated										
Norway	269	260	260	291	270	247				247
United Kingdom	851	796	665	734	761	785				785
Canada	424	1,204	1,154	1,140	983	1,152				1,152
China	-	10	8	9	7	11				11
Timor Sea	144	251	300	243	235	243				243
Indonesia	294	323	342	315	319	331				331
Vietnam	24	19	20	20	21	15				15
Libya	-	-	-	17	4	5				5
Other	121	207	187	237	188	212				212
Equity affiliates										
Canada	-	-	-	-	-	-				-
Russia	-	-	-	-	-	-				-
Venezuela	11	10	8	7	9	9				9
Total	2,138	3,080	2,944	3,013	2,797	3,010				3,010
Canadian Syncrude (MB/D)	16	19	23	26	21	23				23
Darwin, Australia LNG Sales										
(MMCF/D)	136	305	411	382	310	388				388

INTERNATIONAL E&P (continued)

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
Average Realized Prices										
Crude Oil and Condensate										
(\$/bbl)										
Consolidated										
Norway	61.36	68.64	68.48	60.07	64.61	57.36				57.36
United Kingdom	59.13	65.32	64.67	58.71	62.08	55.52				55.52
Canada	44.28	60.86	61.00	49.28	54.25	48.70				48.70
China	57.90	66.68	64.68	51.06	60.00	54.93				54.93
Indonesia	57.94	58.15	62.69	52.21	57.80	54.66				54.66
Vietnam	62.34	68.53	71.35	56.77	64.75	57.88				57.88
Timor Sea	60.37	66.98	66.84	57.27	63.21	59.15				59.15
Libya	-	68.07	67.75	58.19	65.11	56.19				56.19
Other	62.95	69.20	70.39	60.92	65.85	55.73				55.73
Equity affiliates										
Canada	-	-	-	-	-	32.46				32.46
Russia	40.86	46.87	48.29	36.86	43.20	37.92				37.92
Venezuela	43.71	53.03	46.78	42.48	46.40	42.54				42.54
Total	55.92	64.50	63.73	55.00	59.92	53.12				53.12
Natural Gas Liquids (\$/bbl)										
Norway	42.55	40.99	43.91	39.46	41.61	38.82				38.82
Canada	46.21	46.73	46.16	43.87	45.62	41.15				41.15
Timor Sea	46.68	41.35	45.63	41.62	43.95	44.13				44.13
Other	27.16	33.82	26.79	19.33	26.23	27.18				27.18
Total	43.25	43.28	44.89	40.25	42.89	39.38				39.38
Natural Gas (\$/mcf)										
Consolidated										
Norway	7.28	7.09	7.48	8.58	7.61	7.00				7.00
United Kingdom	8.81	6.84	7.08	8.52	7.85	8.14				8.14
Canada	6.28	5.47	5.43	5.91	5.67	6.38				6.38
China	-	1.90	4.11	2.80	2.87	2.64				2.64
Timor Sea	0.67	0.65	0.69	0.74	0.69	0.76				0.76
Indonesia	7.45	7.53	6.71	5.78	6.86	6.04				6.04
Vietnam	1.07	1.07	1.07	1.05	1.06	1.10				1.10
Libya	-	-	-	0.09	0.09	0.07				0.07
Other	0.82	2.57	2.04	2.02	1.98	2.71				2.71
Equity affiliates										
Canada	-	-	-	-	-	-				-
Russia	-	-	-	-	-	-				-
Venezuela	0.23	0.36	0.32	0.32	0.30	0.29				0.29
Total	7.13	5.90	5.85	6.36	6.25	6.47				6.47
International Exploration										
Charges (\$ Millions)										
Dry Holes	11	12	10	75	108	49				49
Lease Impairments	11	18	24	22	75	43				43
Total Non-Cash Charges	22	30	34	97	183	92				92
Other (G&G and Lease Rentals)	60	85	76	126	347	88				88
Total International Exploration Charges	82	115	110	223	530	180				180
DD&A (\$ Millions)	527	890	939	929	3,285	1,016				1,016

R&M

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
	R&M Net Income (\$ Millions)	390	1,708	1,464	919	4,481	1,136			
United States (\$ Millions)	297	1,433	1,444	741	3,915	896				896
International (\$ Millions)	93	275	20	178	566	240				240
Market Indicators										
U.S. East Coast Crack Spread (\$/bbl)	7.52	15.21	10.54	7.86	10.28	11.81				11.81
U.S. Gulf Coast Crack Spread (\$/bbl)	8.28	17.26	11.00	6.77	10.83	10.06				10.06
U.S. Group Central Crack Spread (\$/bbl)	9.81	19.60	17.75	10.11	14.32	14.84				14.84
U.S. West Coast Crack Spread (\$/bbl)	18.87	32.47	21.70	20.36	23.35	28.68				28.68
U.S. Weighted 3:2:1 Crack Spread (\$/bbl)	10.56	20.39	14.86	10.49	14.07	15.30				15.30
NW Europe Crack Spread (\$/bbl)	10.18	15.20	14.18	11.46	12.75	12.06				12.06
Singapore 3:1:2 Crack Spread (\$/bbl)	10.58	19.30	15.13	11.03	14.01	14.06				14.06
U.S. Wholesale Gasoline Mktg Mrgn (\$/bbl)	0.71	1.83	5.75	1.81	2.52	1.15				1.15
Realized Margins										
Refining Margin (\$/bbl)										
U.S.	10.18	17.23	14.10	11.39	13.29	11.87				11.87
International	5.30	7.64	6.46	6.22	6.50	5.06				5.06
Marketing Margin (\$/bbl)*										
U.S.	0.12	0.48	2.92	1.34	1.23	1.31				1.31
International	6.07	6.67	11.17	9.50	8.38	7.08				7.08
DD&A (\$ Millions)	239	253	246	266	1,004	191				191
Turnaround Expense (\$ Millions)	163	115	42	94	414	75				75
Eastern U.S.										
Crude Oil Charge Input (MB/D)	354	281	377	411	356	411				411
Total Charge Input (MB/D)	359	309	418	457	386	460				460
Crude Oil Capacity Utilization (%)	84%	66%	89%	97%	84%	97%				97%
Clean Product Yield (%)	90%	87%	88%	90%	89%	89%				89%
U.S. Gulf Coast										
Crude Oil Charge Input (MB/D)	529	681	730	737	670	744				744
Total Charge Input (MB/D)	587	777	822	812	750	823				823
Crude Oil Capacity Utilization (%)	72%	93%	100%	101%	91%	102%				102%
Clean Product Yield (%)	74%	81%	83%	80%	80%	81%				81%
Western U.S.										
Crude Oil Charge Input (MB/D)	386	419	420	397	406	333				333
Total Charge Input (MB/D)	419	443	446	426	433	375				375
Crude Oil Capacity Utilization (%)	94%	101%	102%	96%	98%	81%				81%
Clean Product Yield (%)	79%	81%	80%	79%	80%	79%				79%
Central U.S. - Consolidated										
Crude Oil Charge Input (MB/D)	571	619	600	583	593	185				185
Total Charge Input (MB/D)	613	663	638	621	634	188				188
Crude Oil Capacity Utilization (%)	89%	97%	94%	91%	93%	99%				99%
Clean Product Yield (%)	84%	86%	85%	85%	85%	88%				88%
Central U.S. - Equity Affiliates - Net Share**										
Crude Oil Charge Input (MB/D)	-	-	-	-	-	265				265
Total Charge Input (MB/D)	-	-	-	-	-	288				288
Crude Oil Capacity Utilization (%)	-	-	-	-	-	96%				96%
Clean Product Yield (%)	-	-	-	-	-	82%				82%
TOTAL UNITED STATES										
Crude Oil Charge Input (MB/D)	1,840	2,000	2,127	2,128	2,025	1,938				1,938
Total Charge Input (MB/D)	1,978	2,192	2,324	2,316	2,203	2,134				2,134
Crude Oil Capacity Utilization (%)	83%	91%	96%	96%	92%	95%				95%
Clean Product Yield (%)	81%	83%	84%	83%	83%	83%				83%
Refined Products Production (MB/D)										
Gasoline	890	1,031	1,084	1,061	1,017	962				962
Distillates	684	764	821	824	774	762				762
Other	414	403	429	440	422	428				428

Total	1,988	2,198	2,334	2,325	2,213	2,152	2,152
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Petroleum Products Sales							
(MB/D)							
Gasoline	1,258	1,300	1,369	1,416	1,336	1,258	1,258
Distillates	813	820	848	921	850	862	862
Other	517	555	519	535	531	480	480

Total	2,588	2,675	2,736	2,872	2,717	2,600	2,600
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* Represents marketing sales price less product costs for all distribution channels other than commercial product supply.

** Represents a 50 percent and 85 percent interest in the Wood River and Borger refineries, respectively. These refineries were contributed to a business venture with EnCana, effective January 1, 2007.

R&M (continued)

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
International - Consolidated*										
Crude Oil Charge Input (MB/D)	357	505	474	461	450	503				503
Total Charge Input (MB/D)	369	550	503	494	479	532				532
Crude Oil Capacity										
Utilization (%)	94%	92%	86%	83%	88%	91%				91%
Clean Product Yield (%)	71%	64%	69%	72%	69%	68%				68%
International - Equity										
Affiliates - Net Share**										
Crude Oil Charge Input (MB/D)	133	144	143	144	141	120				120
Total Charge Input (MB/D)	137	149	149	147	145	121				121
Crude Oil Capacity										
Utilization (%)	94%	102%	102%	102%	100%	83%				83%
Clean Product Yield (%)	82%	82%	81%	80%	81%	77%				77%
TOTAL INTERNATIONAL										
Crude Oil Charge Input (MB/D)	490	649	617	605	591	623				623
Total Charge Input (MB/D)	506	699	652	641	624	653				653
Crude Oil Capacity										
Utilization (%)	94%	94%	89%	87%	91%	90%				90%
Clean Product Yield (%)	74%	68%	72%	74%	72%	70%				70%
Refined Products Production (MB/D)										
Gasoline	142	165	165	172	161	160				160
Distillates	228	297	288	291	276	289				289
Other	130	233	190	170	181	195				195
Total	500	695	643	633	618	644				644
Petroleum Products Sales (MB/D)										
Gasoline	197	225	204	186	203	176				176
Distillates	339	397	374	399	377	381				381
Other	159	249	171	135	179	156				156
Total	695	871	749	720	759	713				713
Worldwide - Including Net Share of Equity Affiliates										
Crude Oil Charge Input (MB/D)	2,330	2,649	2,744	2,733	2,616	2,561				2,561
Total Charge Input (MB/D)	2,484	2,891	2,976	2,957	2,827	2,787				2,787
Crude Oil Capacity										
Utilization (%)	85%	91%	95%	94%	92%	94%				94%
Clean Product Yield (%)	79%	80%	81%	81%	80%	80%				80%
Refined Products Production (MB/D)										
Gasoline	1,032	1,196	1,249	1,233	1,178	1,122				1,122
Distillates	912	1,061	1,109	1,115	1,050	1,051				1,051
Other	544	636	619	610	603	623				623
Total	2,488	2,893	2,977	2,958	2,831	2,796				2,796
Petroleum Products Sales (MB/D)										
Gasoline	1,455	1,525	1,573	1,602	1,539	1,434				1,434
Distillates	1,152	1,217	1,222	1,320	1,227	1,243				1,243
Other	676	804	690	670	710	636				636
Total	3,283	3,546	3,485	3,592	3,476	3,313				3,313

* Represents our Humber refinery in the United Kingdom, the Whitegate refinery in Ireland, and, effective March 1, 2006, our Wilhelmshaven refinery in Germany.

** Represents 18.75 percent interest in a refinery complex in Karlsruhe, Germany; 16.33 percent interest in two refineries in Kralupy and Litvinov, Czech Republic; and 47 percent interest in a refinery in Melaka, Malaysia.

LUKOIL INVESTMENT

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
LUKOIL Investment										
Net Income (\$ Millions)	249	387	487	302	1,425	256				256
Upstream										
Production*										
Net crude oil production (MB/D)	306	346	388	397	360	393				393
Net natural gas production (MMCF/D)	98	343	288	247	244	309				309
BOE Total (MBOE/D)	322	403	436	438	401	445				445

* Represents our estimated net share of LUKOIL's production.

Industry Prices										
Crude Oil (\$/bbl)										
Urals crude (CIF Mediterranean)	58.25	64.85	65.81	56.48	61.35	53.96				53.96

Downstream										
Refinery Throughput*										
Crude Processed (MB/D)	163	168	164	220	179	219				219

* Represents our estimated net share of LUKOIL's crude processed.

MIDSTREAM

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
Midstream Net Income (\$ Millions)	110	108	169	89	476	85				85
U.S. Equity Affiliate (\$ Millions)*	93	91	128	73	385	50				50
Natural Gas Liquids Extracted (MB/D)										
Consolidated										
United States	23	22	23	21	22	15				15
International	-	-	-	-	-	-				-
Equity Affiliates										
United States*	178	183	180	181	181	174				174
International	6	6	7	7	6	8				8
Total	207	211	210	209	209	197				197

* Represents 50 percent interest in DCP Midstream.

Natural Gas Liquids Fractionated (MB/D)										
United States*	141	125	124	136	131	161				161
International	11	14	14	12	13	13				13
Total	152	139	138	148	144	174				174

* Excludes DCP Midstream

Product Prices										
Weighted Average NGL (\$/bbl)*										
Consolidated	37.64	41.73	44.10	37.41	40.22	37.73				37.73
DCP Midstream	37.29	41.18	43.00	36.34	39.45	36.55				36.55

* Prices are based on index prices from the Mont Belvieu and Conway market hubs that are weighted by natural gas liquids component and location mix.

DD&A (\$ Millions)	7	8	7	7	29	4				4
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CHEMICALS

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
Chemicals										
Net Income (Loss) (\$ Millions)	149	103	142	98	492	82				82
Industry Margins (Cents/Lb)*										
Ethylene industry cash margin	20.5	14.3	17.0	16.0	17.0	11.1				11.1
HDPE industry contract sales margin	15.9	14.0	13.9	11.9	13.9	13.5				13.5
Styrene industry contract sales margin	12.5	11.9	11.3	11.5	11.8	11.1				11.1

* Prices, economics and views expressed by CMAI are strictly the opinion of CMAI and Purvin & Gertz and are based on information collected within the public sector and on assessments by CMAI and Purvin & Gertz staff utilizing reasonable care consistent with normal industry practice. CMAI and Purvin & Gertz make no guarantee or warranty and assume no liability as to their use.

EMERGING BUSINESSES

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
Emerging Businesses										
Net Income (Loss) (\$ Millions)	8	(12)	11	8	15	(1)				(1)
Detail of Net Income (Loss) (\$ Millions)										
Power	31	3	26	22	82	13				13
Technology Solutions	(12)	(4)	(3)	(4)	(23)	(3)				(3)
Other	(11)	(11)	(12)	(10)	(44)	(11)				(11)
Total	8	(12)	11	8	15	(1)				(1)

CORPORATE AND OTHER

	2006					2007				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	YTD
Corporate and Other										
Net Income (Loss) (\$ Millions)	(168)	(412)	(301)	(306)	(1,187)	(341)				(341)
Detail of Net Income (Loss) (\$ Millions)										
Net interest expense	(93)	(267)	(242)	(268)	(870)	(244)				(244)
Corporate overhead	(26)	(39)	(35)	(33)	(133)	(23)				(23)
Acquisition-related expenses	(5)	(39)	(32)	(22)	(98)	(13)				(13)
Other	(44)	(67)	8	17	(86)	(61)				(61)
Total	(168)	(412)	(301)	(306)	(1,187)	(341)				(341)
Before-Tax Net Interest Expense (\$ Millions)										
Interest expense	(226)	(468)	(417)	(434)	(1,545)	(395)				(395)
Capitalized interest	111	107	110	130	458	135				135
Interest revenue	30	35	38	2	105	31				31
Premium on early debt retirement	-	-	-	-	-	(17)				(17)
Total	(85)	(326)	(269)	(302)	(982)	(246)				(246)
Debt										
Total Debt (\$ Millions)	32,193	29,510	27,807	27,134	27,134	23,668				23,668
Debt-to-Capital Ratio	30%	27%	25%	24%	24%	22%				22%