

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * FREDERICKSON PHILIP L (Last) (First) (Middle) 600 NORTH DAIRY ASHFORD (Street) HOUSTON TX 77079 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol CONOCOPHILLIPS [COP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Executive Vice President
	3. Date of Earliest Transaction (Month/Day/Year) 05/07/2007	
		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	05/07/2007		M		70,000	A	\$24.37 ⁽²⁾	121,380	D	
Common Stock	05/07/2007		S		4,500	D	\$69.5	116,880	D	
Common Stock	05/07/2007		S		3,300	D	\$69.51	113,580	D	
Common Stock	05/07/2007		S		400	D	\$69.52	113,180	D	
Common Stock	05/07/2007		S		1,000	D	\$69.56	112,180	D	
Common Stock	05/07/2007		S		3,000	D	\$69.57	109,180	D	
Common Stock	05/07/2007		S		1,680	D	\$69.58	107,500	D	
Common Stock	05/07/2007		S		1,720	D	\$69.59	105,780	D	
Common Stock	05/07/2007		S		1,500	D	\$69.6	104,280	D	
Common Stock	05/07/2007		S		1,200	D	\$69.64	103,080	D	
Common Stock	05/07/2007		S		1,020	D	\$69.65	102,060	D	
Common Stock	05/07/2007		S		2,560	D	\$69.66	99,500	D	
Common Stock	05/07/2007		S		1,520	D	\$69.67	97,980	D	
Common Stock	05/07/2007		S		3,480	D	\$69.75	94,500	D	
Common Stock	05/07/2007		S		220	D	\$69.76	94,280	D	
Common Stock	05/07/2007		S		11,160	D	\$69.8	83,120	D	
Common Stock	05/07/2007		S		20	D	\$69.81	83,100	D	
Common Stock	05/07/2007		S		1,100	D	\$69.82	82,000	D	
Common Stock	05/07/2007		S		3,520	D	\$69.83	78,480	D	
Common Stock	05/07/2007		S		100	D	\$69.84	78,380	D	
Common Stock	05/07/2007		S		4,800	D	\$69.85	73,580	D	
Common Stock	05/07/2007		S		1,200	D	\$69.86	72,380	D	
Common Stock	05/07/2007		S		1,000	D	\$69.87	71,380	D	
Common Stock	05/07/2007		S		20,000	D	\$69.95	51,380	D	
Common Stock								558	I	See footnote ⁽¹⁾
Common Stock								3,742	I	By ConocoPhillips Savings Plan

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Title of Derivative Security (e.g., Puts, Calls, Warrants)	7. Date Exercisable and Expiration Date (Month/Day/Year)	8. Date Exercisable and Expiration Date (Month/Day/Year)	9. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	10. Price of Derivative Security (Instr. 5)	11. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	12. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	13. Nature of Indirect Beneficial Ownership (Instr. 4)
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. Title of Derivative Security (e.g., Puts, Calls, Warrants)	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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
				Code	V	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options (right to buy)	\$24.37 ⁽²⁾	05/07/2007		M				Common Stock	70,000	\$0	70,600	D

Explanation of Responses:

- Includes 278 shares and 280 shares held as custodian under the Uniform Gifts to Minors Act for the reporting person's minor son and daughter, respectively.
- On June 1, 2005, the common stock of the issuer split on a 2-for-1 basis by means of a 100% stock dividend payable to stockholders of record as of May 16, 2005. As a result, the exercise price and the number of shares that may be acquired upon exercise of the stock options as of the date of the transactions reported herein reflects the stock split.
- The stock options became exercisable in three equal annual installments beginning on February 10, 2004.

Remarks:

Nathan Murphy, Attorney-in-Fact (Power of Attorney filed with the Commission on 05/09/2007)
01/22/2007

** 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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