

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
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1. Name and Address of Reporting Person* NOKES JIM W			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		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/08/2004			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		
600 NORTH DAIRY ASHFORD			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	HOUSTON TX	77079						
(City)	(State)	(Zip)						

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	10/08/2004		M		24,940	A	\$30.95	68,274	D	
Common Stock	10/08/2004		M		55,442	A	\$41	123,716	D	
Common Stock	10/08/2004		M		2,150	A	\$46.47	125,866	D	
Common Stock	10/08/2004		M		10,270	A	\$65.4	136,136	D	
Common Stock	10/08/2004		F		2,272	D	\$87.88	133,864	D	
Common Stock	10/08/2004		S		88,216	D	\$88.07	45,648	D	
Common Stock								7,701	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)	\$30.95	10/08/2004		M		24,940		11/05/1998	02/06/2006	Common Stock	24,940	\$0	0	D	
Stock Options (right to buy)	\$41	10/08/2004		M		54,224		03/12/2002	01/28/2007	Common Stock	54,224	\$0	0	D	
Stock Options (right to buy)	\$41	10/08/2004		M		1,218		11/05/1998	01/28/2007	Common Stock	1,218	\$0	53,263	D	
Stock Options (right to buy)	\$46.47	10/08/2004		M		2,150		(1)	02/03/2008	Common Stock	2,150	\$0	38,309	D	
Stock Options (right to buy)	\$65.4	10/08/2004		M		8,741		07/08/2004	03/02/2005	Common Stock	8,741	\$0	0	D	
Stock Options (right to buy)	\$65.4	10/08/2004		M		1,529		07/08/2004	02/06/2006	Common Stock	1,529	\$0	0	D	

Explanation of Responses:

1. The stock options became exercisable in three equal annual installments beginning on February 4, 1999.

Remarks:

[Michael A. Gist, Attorney-in-Fact \(Power of Attorney filed with the Commission on 02/10/2004\)](#) [10/12/2004](#)

** 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.