

CONOCOPHILLIPS  
Form 4  
December 03, 2004

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MULVA JAMES J

(Last) (First) (Middle)  
600 NORTH DAIRY ASHFORD  
(Street)

HOUSTON, TX 77079

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CONOCOPHILLIPS [COP]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/01/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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	12/01/2004		M		60,573	A	\$ 34.75
Common Stock	12/01/2004		M		1,655	A	\$ 42.44
Common Stock	12/01/2004		M		39,864	A	\$ 43.35
Common Stock	12/01/2004		M		8,000	A	\$ 43.75
Common Stock	12/01/2004		M		3,200	A	\$ 43.85

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Common Stock	12/01/2004		M	53,215	A	\$ 45.75	337,900	D
Common Stock	12/01/2004		F	76,038	D	\$ 89.8	261,862	D
Common Stock							43,799	I

By  
ConocoPhillips  
Savings Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (right to buy)	\$ 34.75	12/01/2004		M	60,573	03/12/2002 01/08/2006	Common Stock 60,573
Stock Options (right to buy)	\$ 42.44	12/01/2004		M	1,655	03/12/2002 10/14/2006	Common Stock 1,655
Stock Options (right to buy)	\$ 43.35	12/01/2004		M	39,864	03/12/2002 01/12/2008	Common Stock 39,864
Stock Options (right to buy)	\$ 43.75	12/01/2004		M	8,000	03/12/2002 02/09/2007	Common Stock 8,000
Stock Options (right to buy)	\$ 43.85	12/01/2004		M	3,200	03/12/2002 07/14/2007	Common Stock 3,200

buy)  
 Stock  
 Options (right to buy) \$ 45.75 12/01/2004 M 53,215 03/12/2002 01/13/2007 Common Stock 53,215

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MULVA JAMES J 600 NORTH DAIRY ASHFORD HOUSTON, TX 77079	X		President and CEO	

## Signatures

Michael A. Gist, Attorney-in-Fact (Power of Attorney filed with the Commission on 03/01/2004)	12/03/2004
**Signature of Reporting Person	Date

## Explanation of Responses:

\* 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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