

CARRIG JOHN A  
 Form 5  
 February 14, 2007

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**CARRIG JOHN A**  
  
 (Last) (First) (Middle)  
  
**600 NORTH DAIRY ASHFORD**  
  
 (Street)

2. Issuer Name and Ticker or Trading Symbol  
**CONOCOPHILLIPS [COP]**  
  
 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2006**

5. Relationship of Reporting Person(s) to Issuer  
  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Executive Vice President

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

6. Individual or Joint/Group Reporting  
  
 (check applicable line)

**HOUSTON, TX 77079**

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Amount	(A) or (D)	Price				
Common Stock	07/14/2006	Â	W	839.13	D	\$ 0	142,993.87	D	Â	
Common Stock	07/14/2006	Â	W	839.13	A	\$ 0	839.13	I	By Trust <sup>(1)</sup>	
Common Stock	07/14/2006	Â	W	73.58	D	\$ 0	142,920.29	D	Â	
Common Stock	07/14/2006	Â	W	73.58	A	\$ 0	73.58	I	By Trust <sup>(2)</sup>	

Common Stock	07/14/2006	Â	W	2,676.39	D	\$ 0	140,243.9	D	Â
Common Stock	07/14/2006	Â	W	2,676.39	A	\$ 0	2,676.39	I	By Trust <sup>(3)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	73,280 <sup>(4)</sup>	I	By ConocoPhillips Savings Plan

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

**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 control number.**

SEC 2270 (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)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is Fi (I
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	---------------------------

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARRIG JOHN A 600 NORTH DAIRY ASHFORD HOUSTON, TX 77079	Â	Â	Â Executive Vice President	Â

## Signatures

Michael A. Gist, Attorney-in-Fact (Power of Attorney filed with the Commission on 01/22/07) 02/14/2007

\*\*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).
- (1) The shares are held in a bypass trust of which the reporting person serves as trustee.

## Edgar Filing: CARRIG JOHN A - Form 5

- (2) The shares are held in a QTIP exempt trust of which the reporting person serves as trustee.
- (3) The shares are held in a marital trust of which the reporting person serves as trustee.
- (4) These shares were inadvertently not included in Table I of the reporting person's prior reports.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.