

CONOCOPHILLIPS

Form 4

May 09, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
 LIMBACHER RANDY 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]

3. Date of Earliest Transaction
(Month/Day/Year)
05/07/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

ExecVP-Exploration&Production

6. Individual or Joint/Group Filing(Check
Applicable Line)

____X____ 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	05/07/2007		M		50,488	A	\$ 30.65	163,991	D	
Common Stock	05/07/2007		S		5,400	D	\$ 69.5	158,591	D	
Common Stock	05/07/2007		S		1,700	D	\$ 69.51	156,891	D	
Common Stock	05/07/2007		S		900	D	\$ 69.52	155,991	D	
Common Stock	05/07/2007		S		1,000	D	\$ 69.53	154,991	D	

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Common Stock	05/07/2007	S	2,800	D	\$ 69.54	152,191	D
Common Stock	05/07/2007	S	2,200	D	\$ 69.55	149,991	D
Common Stock	05/07/2007	S	2,000	D	\$ 69.56	147,991	D
Common Stock	05/07/2007	S	4,300	D	\$ 69.57	143,691	D
Common Stock	05/07/2007	S	1,900	D	\$ 69.58	141,791	D
Common Stock	05/07/2007	S	600	D	\$ 69.59	141,191	D
Common Stock	05/07/2007	S	2,900	D	\$ 69.6	138,291	D
Common Stock	05/07/2007	S	1,500	D	\$ 69.61	136,791	D
Common Stock	05/07/2007	S	1,600	D	\$ 69.62	135,191	D
Common Stock	05/07/2007	S	500	D	\$ 69.63	134,691	D
Common Stock	05/07/2007	S	800	D	\$ 69.64	133,891	D
Common Stock	05/07/2007	S	200	D	\$ 69.65	133,691	D
Common Stock	05/07/2007	S	900	D	\$ 69.67	132,791	D
Common Stock	05/07/2007	S	100	D	\$ 69.72	132,691	D
Common Stock	05/07/2007	S	300	D	\$ 69.73	132,391	D
Common Stock	05/07/2007	S	400	D	\$ 69.75	131,991	D
Common Stock	05/07/2007	S	1,500	D	\$ 69.76	130,491	D
Common Stock	05/07/2007	S	1,200	D	\$ 69.77	129,291	D
Common Stock	05/07/2007	S	300	D	\$ 69.79	128,991	D
Common Stock	05/07/2007	S	400	D	\$ 69.85	128,591	D
	05/07/2007	S	400	D		128,191	D

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Common Stock					\$ 69.86		
Common Stock	05/07/2007	S	100	D	\$ 69.87	128,091	D
Common Stock	05/07/2007	S	100	D	\$ 69.88	127,991	D
Common Stock	05/07/2007	S	200	D	\$ 69.89	127,791 ⁽¹⁾	D

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)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		Amount or Number of Shares
Stock Options (right to buy)	\$ 30.65	05/07/2007		M	3,173	<u>(2)</u>	01/25/2015	Common Stock		3,173
Stock Options (right to buy)	\$ 30.65	05/07/2007		M	22,071	<u>(2)</u>	01/26/2015	Common Stock		22,071
Stock Options (right to buy)	\$ 30.65	05/07/2007		M	25,244	<u>(2)</u>	01/26/2015	Common Stock		25,244

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LIMBACHER RANDY L
600 NORTH DAIRY ASHFORD
HOUSTON, TX 77079

ExecVP-Exploration&Production

Signatures

Nathan Murphy, attorney-in-fact (Power of Attorney filed with the Commission on 08/29/2006)

05/09/2007

__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 electronic filing system limits the number of rows in this table. Table I of this report is continued on the second Form 4 dated May 7, 2007.
- (2) These options were immediately exercisable at the time of the merger of Burlington Resources into and with a subsidiary of ConocoPhillips on March 31, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space 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.