#### Edgar Filing: CONOCOPHILLIPS - Form 4

CONOCOPHILL	JPS										
Form 4											
February 17, 200	5										
FORM 4									PPROVAL		
	UNITED	STATES		RITIES A shington			COMMISSION	OMB Number:	3235-02	287	
Check this box				0	·			Expires:	January		
if no longer subject to Section 16.	STATEN	AENT OF	F CHAN	NGES IN SECUI	Estimated burden hou	average	005				
Form 4 or			response	•	0.5						
Form 5 obligations may continue. See Instruction 1(b).	Section 17(	a) of the I	Public U	Itility Hol	ding Co		nge Act of 1934, of 1935 or Sectio 940	on			
(Print or Type Respondence)	nses)										
1. Name and Addres AUCHINLECK	-	2. Issuer Name <b>and</b> Ticker or Trading Symbol CONOCOPHILLIPS [COP]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (1	Middle)	3. Date of Earliest Transaction (Check					ck all applicabl	s all applicable)		
600 NORTH DAIRY ASHFORD			(Month/Day/Year) 02/15/2005				X_ Director 10% Owner Officer (give title Other (specify below)				
(	4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person							
HOUSTON, TX	77079							More than One R			
	(State)	(Zip)					cquired, Disposed o		-		
	ansaction Date hth/Day/Year)	2A. Deeme Execution any		3. Transactio Code	-		Securities	<ul><li>6. Ownership</li><li>Form: Direct</li><li>(D) or Indirect</li></ul>	7. Nature o Indirect Beneficial	ſ	
		(Month/Da	ny/Year)	(Instr. 8)	-	, 4 and 5) (A) or	Owned Following Reported Transaction(s)	(I) (Instr. 4)	Ownership (Instr. 4)		
				Code V	Amoun		(Instr. 3 and 4)				
Reminder: Report on	a separate line	e for each cla	ass of sec	urities bene	ficially o	wned directly	or indirectly.				
					info requ	rmation cont lired to respo lays a curre	spond to the colle ained in this form ond unless the for ntly valid OMB co	are not rm	SEC 1474 (9-02)		

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securit
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

	Derivative Security			(D)	Disposed of (D) (Instr. 3, 4,					
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	<u>(1)</u>	02/15/2005	А	1,081		(2)	(2)	Common Stock	1,081	\$ (

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationsh	nips	
	Director	10% Owner	Officer	Other
AUCHINLECK RICHARD H 600 NORTH DAIRY ASHFORD HOUSTON, TX 77079	Х			
Signaturaa				

#### Signatures

Michael A. Gist, Attorney-in-Fact (Power of Attorney filed with the Commission on 02/10/2004)					
**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).
- (1) 1-for-1

(2) The reporting person has elected to receive payment as a lump sum upon his termination of service, which election may be changed by the reporting person to provide for deferred payments.

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.