### Edgar Filing: CONOCOPHILLIPS - Form 4

CONOCOPI	HILLIPS										
Form 4 May 02, 200	18										
FORM									PPROVAL		
	UNITED	STATES		RITIES A			E COMMISSION	N OMB Number:	3235-028	37	
Check th if no long subject to Section 1 Form 4 c Form 5	ger <b>STATEN</b> 16. pr			SECUI	RITIES	WNERSHIP OF	Estimated burden hou	Expires: January 31 2005 Estimated average burden hours per response 0.5			
obligatio may com <i>See</i> Instr 1(b).	ns Section 17( uction	a) of the l	Public U	Itility Hol	ding Coi		of 1935 or Section	on			
(Print or Type ]	(kesponses)										
1. Name and A WADE WII	Person <sup>*</sup>	2. Issue Symbol	er Name <b>an</b>	d Ticker of	Trading	5. Relationship of Reporting Person(s) to Issuer					
		CONO	COPHIL	LIPS [CO	OP]	(Check all applicable)					
(Last) (First) (Middle) 600 NORTH DAIRY ASHFORD			3. Date of Earliest Transaction (Month/Day/Year) 04/30/2008			X_ Director 10% Owner Officer (give title Other (specify					
000 NORTH DAIRT ASHFORD			04/30/2008				below) below)				
	4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>							
HOUSTON	, TX 77079						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	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)		
Reminder: Rep	oort on a separate line	e for each cl	ass of sec	urities bene	Perso inforr requi	ons who res nation con red to resp ays a curre	or indirectly. spond to the colle tained 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.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	;		(Instr. 5)

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	Derivative Security		Acqu (A) of Disp of (D (Instr	isposed							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	<u>(1)</u>	04/30/2008	А		56		(2)	(2)	Common Stock	56	\$ 85.99

## **Reporting Owners**

Reporting Owner Name / Address						
1	Director	10% Owner	Officer	Other		
WADE WILLIAM E JR 600 NORTH DAIRY ASHFORD HOUSTON, TX 77079	Х					
Signatures						
Chris Wood (By Power of Attorney	y filed					
herewith)	05/02/2008					
<pre>**Signature of Reporting Person</pre>			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 stock units convert to ConocoPhillips common stock on a 1-for-1 basis.
- (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.
- (3) Includes units acquired through routine dividend transactions that are exempt under Rule 16a-11.

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.