

Edgar Filing: FELDMAN SHEILA B - Form 3

				Shares		(I) (Instr. 5)	
Stock Units	Â (1)	Â (2)	Common Stock	6,255	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FELDMAN SHEILA B 600 NORTH DAIRY ASHFORD HOUSTON, TX 77079	Â	Â	Â Vice President	Â

Signatures

Shannon B. Weinberg, Attorney In Fact (by Power of Attorney filed herewith)

12/17/2012

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The stock units will be forfeited if the reporting person terminates for any reason except layoff, death or disability prior to the third anniversary of the grant date. During the escrow period, the reporting person may not dispose of the stock units. The stock units will

(1) convert to common stock on the earliest of the reporting person's death, the third anniversary of the grant date, or six months after termination for a reason other than death, unless the units have previously forfeited. The reporting person may also defer conversion of stock units until a later date.

(2) The stock units do not have an expiration date.

(3) The stock units convert to ConocoPhillips common stock on a 1-for-1 basis.

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.