



March 2006

Human Resources Programs

for Burlington Resources U.S. Employees



This brochure, and the information contained herein, should be treated as confidential and proprietary. This brochure provides a general overview of the benefits and programs at ConocoPhillips; the content may not apply to those on transitional assignments. This brochure is not meant to be comprehensive and the plan documents control if there is any discrepancy. The benefits and programs outlined reflect the package that ConocoPhillips offers to Burlington Resources employees who are continuing employment with ConocoPhillips and for which you will generally be eligible in 2007. The benefits package may change in the future. Further, this brochure is not intended as a contract of employment or a guarantee of current or future employment. ConocoPhillips reserves the right to amend or terminate each plan at any time.

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About this Brochure

The purpose of this brochure is to provide information about ConocoPhillips' compensation, benefits, staffing, career opportunities and other policies.

This information is intended to give you a better understanding of the scope and value of our Human Resources plans and policies. Town hall meetings are also planned to provide further details and answer employee questions.

Please review this material carefully and direct any questions to your supervisor, the Integration website or HRConnections. HRConnections operates between 7:30 a.m. and 7:30 p.m. CST Monday through Friday. You can either call 1-800-622-5501 or email HRConnections@conocophillips.com.

ConocoPhillips: Who We Are

ConocoPhillips is an international, integrated energy company. We are the third-largest integrated energy company in the United States, based on market capitalization and oil and gas proved reserves and production; and the second-largest refiner in the United States. Worldwide, of nongovernment-controlled companies, ConocoPhillips has the eighth-largest total of proved reserves and is the sixth-largest refiner.

ConocoPhillips is known worldwide for its technological expertise in exploration and production, reservoir management and exploitation, 3-D seismic technology, high-grade petroleum coke upgrading and sulfur removal. Headquartered in Houston, Texas, ConocoPhillips operates in approximately 40 countries. The Company has approximately 35,600 employees worldwide and assets of \$107 billion.

The Company has four core activities worldwide:

- Petroleum exploration and production.
- Petroleum refining, marketing, supply and transportation.
- Natural gas gathering, processing and marketing, including a 50 percent interest in Duke Energy Field Services, LLC.
- Chemicals and plastics production and distribution through a 50 percent interest in Chevron Phillips Chemical Company LLC.

In addition, the Company is investing in several emerging businesses (technology solutions, gas-to-liquids, power generation and emerging technologies) that provide current and potential future growth opportunities — not only for our Company, but also for the careers of our employees.

The Spirit of Performance

ConocoPhillips is committed to setting the standard of excellence in everything we do. Our *Purpose and Values* are essential building blocks in the continued success of the Company. Together, these ideas represent *The SPIRIT of Performance* and are an integral part of our Company and the way we do business.

Purpose: Use our pioneering spirit to responsibly deliver energy to the world

Values:



Safety

We operate safely.



People

We respect one another, recognizing that our success depends upon the commitment, capabilities and diversity of our employees.



Integrity

We are ethical and trustworthy in our relationships with all stakeholders.



Responsibility

We are accountable for our actions. We are a good neighbor and citizen in the community.



Innovation

We anticipate change and respond with creative solutions. We are agile and responsive to the changing needs of stakeholders and embrace learning opportunities from our experiences around the world. Our "can do" spirit delivers top performance.



Teamwork

We encourage collaboration, celebrate success and build and nurture long-standing, mutually beneficial relationships.

Diversity and Inclusion

In concert with our People value, we believe that diversity and inclusion today will drive creative solutions to tomorrow's challenges. As such, we strive to represent and reflect the global communities in which we live and work. To deliver superior performance, we create an environment of inclusion that respects the contributions and differences of every individual (employees, suppliers and business partners). Wherever possible, we use these differences to drive competitive business advantage, personal growth and ultimately create success for ConocoPhillips globally.

Principles

Staffing

The Burlington Resources/ConocoPhillips staffing process began right after the merger was announced. Several key leadership positions have been staffed. Notifications to more Burlington Resources employees will begin in mid-March. It is our desire to have all employees understand their status by April 1, 2006, where possible. At the time of this brochure printing, we realize that some Burlington Resources employees may not have been notified of their employment status within ConocoPhillips.

Every Burlington Resources employee will receive a letter detailing one of the following employment status notifications. If your status has not been communicated, you will receive further information at a later date.

- Continuation of employment in current position (ongoing or transition)
- Offer of new position (ongoing or transition)
- Layoff

If you receive an offer and choose to decline, you will continue in your current role until notified otherwise.

Where there are functions that overlap and duplicate resources between ConocoPhillips and Burlington Resources, we will apply a consistent and fair process to select the most qualified candidates. If this results in displacements, we will attempt to re-deploy displaced employees to fill existing vacancies and future workforce needs. Our goal is to retain as many highly qualified candidates as possible. Further, where possible, we will consider employee interests while addressing ConocoPhillips' business needs.

Many of you provided detailed information through the Expression of Interest/Employee Profile process. Where available, we have been using and will continue to use this and other information to assist us in our selection process.

Employees joining ConocoPhillips will be entering a workforce made up of a number of different heritage companies. ConocoPhillips is committed to treating all employees equitably regardless of heritage background and all employees are given equal access to career opportunities.

Talent Management

ConocoPhillips uses four key processes to manage talent: performance management, succession planning at the individual level, workforce planning at the organizational level and finally development of our employees.

Talent Management is ConocoPhillips' approach to developing people and driving business results. ConocoPhillips manages talent at both the organizational and individual levels to be successful. Your career development will be managed at the Business Unit by local supervisors and managers. At the organizational level, we have talent management teams who work with local managers to ensure we are able to meet our global and regional needs for technical and functional areas that are critical to executing our strategies. This process lets us staff our global needs while providing challenging and diverse opportunities to our employees.

Compensation and Benefits

ConocoPhillips' objective is to provide a total compensation and benefits package combined with career opportunities which will enable us to attract, retain and motivate a highly qualified, diverse and ethical workforce. In setting the levels of compensation and benefits, we look principally to a peer group consisting of ExxonMobil, Chevron, Shell, and BP, as well as other U.S.-based companies such as Anadarko, Marathon and Occidental.

Concerning the Burlington Resources integration, our goal is to move continuing employees to ConocoPhillips' compensation and benefits structure as soon as practical. However, we will leave Burlington Resources employees enrolled in their existing compensation and benefits programs through 2006.

Later in 2006, ConocoPhillips will make a decision on when to transfer Burlington Resources employees to ConocoPhillips compensation and benefits programs. If practical, this will occur as soon as possible in 2007; however, no final decision has been made on timing.

What's Happening in 2006

As our integration progresses, we want to ensure that the transition from Burlington Resources to ConocoPhillips is as seamless as possible. Accordingly, Burlington Resources' compensation and benefits will not change for the remainder of 2006. Also, most Burlington Resources policies will remain in place for 2006. As you read on, keep in mind that Burlington Resources service will be recognized when determining eligibility, vesting and benefits.

Compensation in 2006

Burlington Resources employees received salary reviews and associated salary adjustments effective March 1, 2006, under the Burlington Resources program and will be eligible for the March 1, 2007, salary adjustment increase under the ConocoPhillips program. Also, in February 2006, Burlington Resources employees received their 2005 annual bonus under the Burlington Resources program. Burlington Resources employees will receive the 2006 annual bonus within 30 days after close. ConocoPhillips will not duplicate payment of the 2006 bonus when bonuses are awarded in February 2007.

As we integrate Burlington Resources employees into the ConocoPhillips compensation structure, each employee will be mapped to a ConocoPhillips grade based on their role in the ConocoPhillips organization. If you are continuing your employment with the Company, you will receive a ConocoPhillips salary grade. Your initial ConocoPhillips base salary will not be lower than your current Burlington Resources base salary.

Benefits in 2006

You will continue to receive your current Burlington Resources health care benefits (including medical, dental, mental health, vision and prescription drug coverage) at your current levels and with the same providers through the end of 2006. Your Burlington Resources Company-provided benefits – such as life insurance and short – and long-term disability – will also remain unchanged through 2006. Likewise, the Burlington Resources Pension Plan and Savings Plan will remain in place through year end.

Great News About the Retirement Plan!

The Burlington Resources Final Average Earnings (FAE) Pension Plan will be continued for all Burlington Resources employees who are now participating in the plan.

The Burlington Resources Inc. Pension Plans will become part of the collective ConocoPhillips Retirement Plan as of December 31, 2006. While some changes will occur as part of the merger of the plans, we are pleased to tell you that the Burlington Resources Final Average Earnings (FAE) Pension Plan will be continued for Burlington Resources employees who are currently participating in that plan.

The Burlington Resources Inc. Cash Balance Pension Plan will be continued for employees who are now participating in that plan through December 31, 2006. Starting January 1, 2007, employees who are participating in the Burlington Resources Cash Balance Pension Plan will become eligible to participate in the ConocoPhillips Cash Balance Account, which currently provides higher Pay Credits and Interest Credits than the Burlington Resources Cash Balance Pension Plan. Participants will not receive any further Pay Credits in the Burlington Resources Cash Balance Pension Plan after December 31, 2006, but will continue to receive Interest Credits on their existing account balance (as of December 31, 2006).

No enrollments are required for either retirement plan; participation for eligible employees will be automatic.

Burlington Resources employees will also be eligible to participate in the ConocoPhillips Savings Plan effective for pay received on and after January 1, 2007.

During the fall of 2006, if you remain an employee of ConocoPhillips, you will have the opportunity to make elections during annual enrollment for ConocoPhillips health and welfare benefits as well as the savings plan, effective January 1, 2007. More information about annual enrollment will be available later this year.

Policies in 2006

In some locations, ConocoPhillips and Burlington Resources have different work schedules. Any change to your current work schedule will be communicated to you through your local Business Unit Manager. If you accept a transfer to another location, you would assume the same work schedule that is in effect at the new work location.

Salaried employees at many ConocoPhillips sites currently work a 19/30 work schedule. This work schedule allows an employee to take one day off per month by working an extra 30 minutes each workday. The 19/30 day off is scheduled just like a vacation day, and can be taken any time during the month.

Looking Forward

When it comes to compensation and benefits, the Company's philosophy is clear. ConocoPhillips strives to provide a competitive package that is attractive to our employees and recruits. ConocoPhillips delivers rewards through a framework that includes the following components:

Wealth – base pay, variable bonus, equity, retirement and savings plans

Health – medical, mental health, dental, life, disability and others

Career – career development opportunities, professional certification, tuition refund and others

Work/life – vacation and holidays, Employee Assistance Program, flexible working schedules, wellness and fitness programs and others

We continually assess and refine the components of our package to ensure they remain competitive.

This philosophy helps us to:

- Attract, retain, motivate and reward a highly qualified, diverse, global workforce
- Allow employees to share in business success
- Provide competitive compensation depending on relative business and individual performance
- Link the rewards system to the performance management process
- Tie rewards to leadership principles, purpose and values

ConocoPhillips' benefits represent a higher aggregate value than Burlington Resources' current benefits package. This is attributable to two main factors:

- There is a higher Company contribution with a lower required employee deposit for employees participating in the ConocoPhillips Savings Plan.
- Starting January 1, 2007, Burlington Resources regular employees continuing with ConocoPhillips will have access to the ConocoPhillips retiree medical coverage at age 50 with 10 years service and 65 age and service points (with Burlington Resources service recognized). Regular and full-time employees (excluding transition employees) who continue for more than 12 months after closing will be eligible for the ConocoPhillips Company contributions to the cost of the retiree medical coverage in accordance with the terms of the retiree medical coverage.

Wealth

ConocoPhillips is committed to maintaining competitive compensation and retirement programs as measured against our peer companies. Our global compensation philosophy states that in years when the Company exceeds planned performance and outperforms our competitors, total cash compensation will exceed that of our competitors. In years when the Company does not achieve planned performance and under-performs our competitors, total cash compensation will be below that of our competitors.

Salary Grade Levels

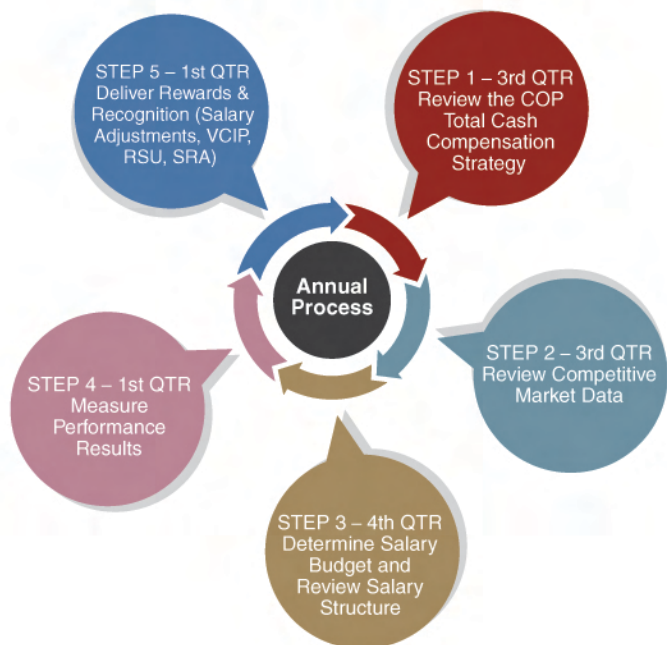
ConocoPhillips' salary grade levels are a grouping of jobs that have similar internal and external values. Salary grades 1 – 9 represent different levels of non-exempt positions and salary grades 10 and above represent different levels of exempt positions.

The typical grade structure for exempt positions is as follows:

Salary Grade Level	Position Description
10 – 12	Entry level with university degree
12 – 14	Fully qualified professional including Analyst, Specialist, Engineer and Geoscientist
15 – 16	Career level in most functions; some supervisory positions
17 – 18	Supervisor, Director, Senior Professional and Senior Technical Professional
19 +	Managerial and Senior Technical Professional

Each salary grade has a salary range with a minimum, midpoint and maximum associated with the grade. Midpoint generally reflects the average market value for the job.

Compensation Cycle



ConocoPhillips has a market-based approach to total compensation. The annual review process occurs in five steps, beginning with a review of the total cash compensation strategy of the Company during the third quarter of every year. The next step, which is a review of competitive market data, also occurs in the third quarter of every year. During the fourth quarter, salary budgets and salary structure are determined. Finally, in the first quarter of the following year, employee performance is measured and rewards and recognition are delivered (salary adjustments, incentive compensation, equity).

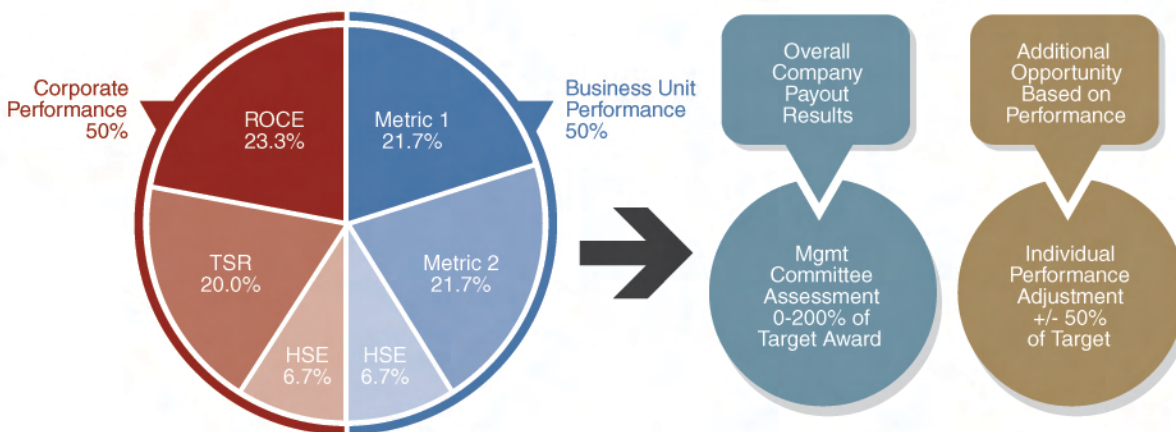
Base Salary

Base salary is reviewed annually through our annual salary adjustment process. Annual salary adjustments are effective on March 1 of each year. This adjustment is based on individual performance and contribution relative to peers as well as the percent of midpoint (compa ratio/market ratio).

Promotions to a higher salary grade may occur throughout the year. Likewise, disparity adjustments may occur throughout the year in situations where an individual's pay is low relative to the market or internal peer comparisons.

Variable Cash Incentive Program (VCIP)

ConocoPhillips' VCIP is similar to Burlington Resources' annual bonus plan. The VCIP awards are based on Corporate and Business Unit Performance as outlined in the following chart:



Corporate Performance is measured using Return On Capital Employed (ROCE) and Relative Annual Total Shareholder Return (TSR) results relative to peer companies. Health, Safety and Environmental (HSE) targets are also included in the measure.

Business Unit Performance consists of up to two metrics determined by the Business Units, plus an HSE component. These metrics are linked to the operating plan and are consistently applied across similar functions. Examples include controllable cost, unit cost and net income. The HSE component differs between Staff and Operating groups.

Corporate Performance and Business Unit Performance combine to create an incentive award opportunity of up to 200 percent of target. An additional individual component, based on individual performance, can result in an additional +/- 50 percent adjustment to the target award. This may result in a payout range of 0 to 250 percent of target.

Restricted Stock Unit (RSU) Program

Restricted Stock Units (RSUs) are awards granted to eligible participants. These stock awards are longer term incentive tools used to recognize performance, potential and critical skills. Eligibility for RSUs is illustrated below.

Grade Level	Percentage of Employees Eligible
Grades 19 – 21	100% (not guaranteed; awards are discretionary)
Grade 18	35%
Grades 15 – 17	20%

The awards vary by level and are expressed as a percentage of salary. The RSU restrictions lapse on the third anniversary date of the grant date (1/3), on the fourth anniversary date of the grant date (1/3) and on the fifth anniversary date of the grant date (1/3). As the restrictions lapse, ConocoPhillips shares of stock will be issued.

Special Recognition Award (SRA)

Special Recognition Awards (SRAs) are immediate forms of recognition awarded in the form of cash or cash equivalents, such as gift certificates or some other gift that is redeemable in cash. These awards are typically smaller awards intended to recognize "above and beyond" efforts.

Now let's take a look at another aspect of your Wealth at ConocoPhillips – retirement and savings programs.

Retirement Plan

Most Burlington Resources employees are participating in the Burlington Resources Inc. Final Average Earnings Pension Plan. As stated previously, this plan will be continued for those Burlington Resources employees continuing with ConocoPhillips.

Employees continuing with ConocoPhillips who are participating in the Burlington Resources Inc. Cash Balance Pension Plan as of December 31, 2006, will be eligible to participate in the ConocoPhillips Cash Balance Account beginning January 1, 2007. The ConocoPhillips Cash Balance Account is significantly more valuable than the current Burlington Resources Cash Balance Pension Plan, because it provides higher Pay Credits (5 percent, 7 percent or 9 percent) and higher Interest Credits (based on the 30 Year Treasury Securities rate) and recognizes both age and service in the points for the Pay Credit levels. The ConocoPhillips Cash Balance Account vests with 5 years of vesting service under the plan (including Burlington Resources retirement vesting service). ConocoPhillips Cash Balance Account participants may choose to start their benefits as of the first of the month after termination of employment at any age.

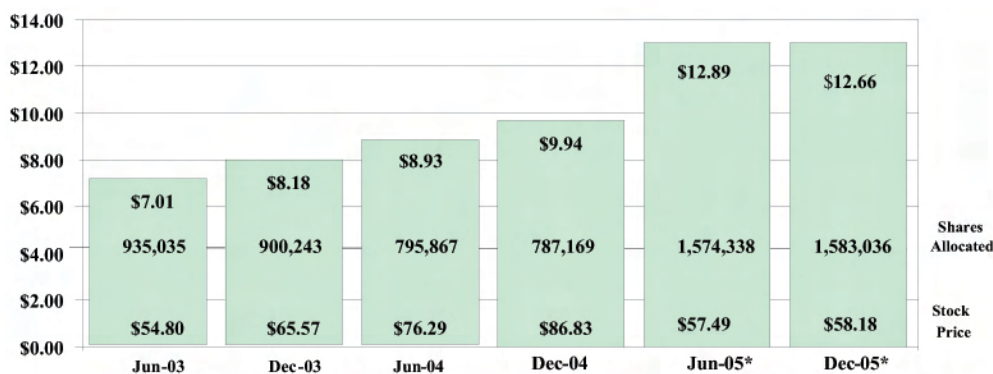
Savings Plan

The ConocoPhillips Savings Plan consists of two components – the Stock Savings Feature and the Thrift Feature – which combine for a very competitive total targeted match of 9.25 percent with only a 2.25 percent employee deposit required. The Savings Plan offers 30 diverse investment funds from which to choose.

Burlington Resources employees continuing with ConocoPhillips will be eligible to participate in the ConocoPhillips Savings Plan effective for pay received on or after January 1, 2007, and will automatically be 100 percent vested. Current investment allocations will be mapped to the ConocoPhillips Savings Plan funds on January 1, 2007. Withdrawals, exchanges and loans are available through the Savings Plan.

Following is a table highlighting recent actual Stock Savings Feature allocations/payouts (historical performance is not indicative or a guarantee of future performance).

Allocation History June '03 – Dec '05 Market Value per \$1 of Employee Deposits



*Stock Price and Shares Allocated reflect the 2 for 1 stock split that occurred in June 1, 2005

Severance Plan

Since the Burlington Resources Change in Control Severance Plan remains in effect for 24 months after closing, you will not be eligible for the ConocoPhillips Severance Pay Plan (CPSPP) until your Burlington Resources Severance Plan eligibility ends. Regular employees continuing with ConocoPhillips beyond this period (grades 22 or below) who are involuntarily laid off and meet all CPSPP requirements will be eligible for the following benefits and payout:

- Basic/minimum benefit: four weeks of pay; no release required
- Supplemental benefit: three weeks of pay for each year of service (including Burlington Resources service), less the basic benefit; employee must sign a general release of all employment-related claims
- Maximum benefit: 60 weeks of pay
- Form of payout: lump-sum cash payment
- Educational reimbursement: up to \$2,000 for approved tuition, required fees and books; one year limit to complete courses and file for reimbursement

Health

The Company strives to provide competitive and comprehensive health and welfare benefits while managing the rising cost of health care. We are continually reviewing our plans, so while plan changes may be made for 2007, following are the main components of the current health and welfare benefits program at ConocoPhillips.

Medical Insurance

ConocoPhillips provides a range of choice for medical coverage that helps protect you and your covered dependents, including domestic partners, against potential catastrophic medical costs. Currently, you can choose from a Primary Preferred Provider Organization (PPO), a High Deductible Health Plan PPO (HDHP), Traditional comprehensive insurance, an Exclusive Provider Organization (EPO*) or a Health Maintenance Organization (HMO*). All medical plan options include prescription drug coverage.

**EPO and HMO may not be available in all locations.*

Dental Insurance

ConocoPhillips offers employees and covered dependents, including domestic partners, dental coverage through a choice of dental programs, including a direct reimbursement plan with a Dental PPO, and a Dental Maintenance Organization (DMO*).

**DMO may not be available in all locations.*

ConocoPhillips and employees share the cost of medical and dental coverage with the Company paying 80 percent of the cost. Following are the medical and dental premiums for ConocoPhillips' 2006 plan options.

Cost of 2006 Medical Coverage – Employee Monthly Cost and Company Contribution									
Medical	Employee Only			Employee + 1 Dependent			Employee + 2 or More		
	Employee	Company	Total	Employee	Company	Total	Employee	Company	Total
Traditional (The Claims Trust)	\$84.00	\$340.00	\$424.00	\$178.00	\$712.00	\$890.00	\$237.00	\$950.00	\$1,187.00
Primary PPO (Aetna)	\$66.00	\$268.00	\$334.00	\$140.00	\$561.00	\$701.00	\$187.00	\$748.00	\$935.00
HDHP – High Deductible Health Plan (Aetna)	\$0	\$174.00	\$174.00	\$0	\$366.00	\$366.00	\$0	\$488.00	\$488.00
EPO – Exclusive Provider Organization (Aetna)	\$59.00	\$236.00	\$295.00	\$123.00	\$496.00	\$619.00	\$165.00	\$660.00	\$825.00

Cost of 2006 Dental Coverage – Employee Monthly Cost and Company Contribution									
Dental	Employee Only			Employee + 1 Dependent			Employee + 2 or More		
	Employee	Company	Total	Employee	Company	Total	Employee	Company	Total
CP Dental	\$8.00	\$34.00	\$42.00	\$16.00	\$68.00	\$84.00	\$29.00	\$118.00	\$147.00
DMO (CIGNA)	\$2.74	\$10.94	\$13.68	\$5.74	\$23.00	\$28.74	\$7.66	\$30.66	\$38.32

Flexible Spending Accounts (FSAs)

Both a Health Care Spending Account and Dependent Care Reimbursement Account are available. These accounts allow employees to set aside money on a before-tax basis to cover eligible health care and/or dependent day care expenses.

Life Insurance

Life insurance provides security for your family in the event of your death. Basic term life insurance is provided by ConocoPhillips to all employees at no cost; coverage is equal to one times your annual base salary. Supplemental term life insurance is available for purchase in coverage amounts of up to five times your annual base salary. The cost for coverage is based on your age. Evidence of insurability may be required to increase your coverage level.

Optional dependent term life insurance is available for spouse and/or eligible dependent child(ren). The options include:

- High – \$50,000 spouse/\$25,000 child(ren)
- Low – \$30,000 spouse/\$15,000 child(ren)

Occupational Accidental Death (OAD) and Personal Accident Insurance (PAI)

OAD insurance is Company-paid and provides coverage of \$500,000 in the event of your on-the-job accidental death. PAI coverage pays in the event of your accidental death or for accidents with certain physical injuries. PAI is optional coverage that is available for purchase in coverage amounts ranging from \$20,000 to \$500,000 for employees, an equal or lesser amount for a spouse and \$10,000 to \$50,000 for eligible child(ren).

Disability Insurance

An illness or injury can have a major financial impact on your life. Short-term disability coverage is Company-paid and provides continuous income benefits for up to 52 weeks each calendar year. The benefit equals up to 26 weeks of 100 percent pay and 26 weeks of 60 percent pay based on your years of service (including Burlington Resources service). The maximum benefit level is available in the year you reach 10 years of service.

Long-term disability coverage provides replacement income if you are totally disabled and cannot work for six continuous months, for those who qualify.

The basic benefit equals 50 percent of your monthly pay and is not subject to income tax since the premium is employee paid. Benefits continue for the duration of your disability or to age 65, whichever is earlier. Your benefit may equal up to 70 percent of your monthly pay after offsets including Social Security and Company retirement benefits are applied.

Enhanced long-term disability coverage is also available. It provides the basic long-term disability benefit and includes inflation protection of 4 percent or the increase in the Consumer Price Index (CPI), whichever is less, after the initial 24 months of payments.

Long Term Care (LTC) Insurance

LTC provides coverage for expenses incurred if you or a covered family member loses the ability to function independently due to illness, injury or aging. It pays a monthly benefit to assist with costs associated with convalescent or home health care. Your coverage choices range from a monthly benefit of \$1,000 up to \$8,000, as well as coverage for non-forfeiture and inflation protection.

Employee Assistance Program (EAP) – ValueOptions

Because personal problems can affect your health, relationships or job performance, ConocoPhillips provides an Employee Assistance Program, administered by ValueOptions, to all employees. You do not need to enroll for this benefit. If eligible, you and your family members have access to EAP services, at no cost to you. The EAP is a confidential resource. There is no limit on the number of calls and if you need to speak to an EAP counselor face-to-face, you and your dependents each have up to five visits per problem, per year.

Career

Relationship with Employees

A motivated, talented workforce is a key asset for ConocoPhillips. To sustain our workforce, the Company must protect workers' rights, reward performance, encourage development and provide opportunities for dialogue. The Company's employee policies and programs are global, and with operations in over 40 countries around the world, are implemented in ways that respect the local laws and culture.

Career Development

Development is a joint responsibility. All employees are responsible for managing their own careers through performance management, challenging assignments and continued learning, while the Company is responsible for providing development and learning opportunities that encourage employee success while helping the Company reach its strategic goals.

In all Company locations, ConocoPhillips is committed to developing local employment opportunities that provide not only local jobs, but also opportunities for development into potential global career assignments. To support this goal, the Company has developed talent management teams to ensure consistent development and staffing opportunities worldwide for key disciplines in each business and corporate function. The teams create consistent career maps that outline the skills and expectations for each career path. The teams also evaluate staffing on a global basis, to consider qualified candidates from all regions, and review career map promotions, along with training and development, to ensure global consistency.

In addition to participating in global workforce planning and staffing, ConocoPhillips' talent management teams identify critical skill sets and create development tools – such as career guides – to help employees and supervisors manage functional career development. Functional-based talent management teams – which cover about 40 percent of ConocoPhillips' workforce – include engineering, geosciences, business development, transportation, marketing, commercial, finance, global information services, legal and human resources, among others. For employees not covered by a talent management team, development goals are achieved by working with supervisors through the performance management process.

Upstream has developed a Global Recruiting and Development (GRAD) program to optimize the Company's global recruiting and early (0-5 years) development of geoscientists and engineers. All regular full-time upstream employees in the technical disciplines of geology, geophysics and upstream engineering with less than 5 years of total industry experience are included in the GRAD program. The program offers participants an array of career development opportunities designed to meet the current and future needs of ConocoPhillips Business Units worldwide, including classroom training, online learning, job rotations, mentoring and short- and long-term work assignments.

Growing and Developing Employees



ConocoPhillips has a global learning and development framework that provides tiers of programs for the different needs employees have at different times in their careers, such as new hires, front-line supervisors and senior leadership. All of the offerings center around key themes of delivering results, building business and financial acumen and leadership and interpersonal skills.

Tuition Refund Policy

Tuition reimbursement is offered to regular, full-time or regular, part-time employees, excluding retail marketing outlet employees (separate programs apply for store employees). In general, the program will pay 90 percent of tuition and other mandatory, incidental expenses – up to a maximum of \$4,000 per calendar year for undergraduate work and \$8,500 per calendar year for advanced degree courses, including education beyond a Bachelor's degree such as a Master's, Doctorate, etc. Successful completion of courses with a grade of "C" or better is required for reimbursement.

Professional Registration/Certification

The Company may pay for or reimburse an employee who becomes certified, licensed or registered by a state or federal agency or by a professional organization if the Company benefits from the certification. Eligible costs include fees and travel costs required for certification or registration plus time off with pay. Because this benefit and the costs associated with obtaining certification vary across professions, the Business Unit/HR leads of each function may issue more specific guidelines and procedures.

Professional Memberships

Employees are encouraged to participate in professional and business societies. Generally, membership dues in these organizations will be paid by the Company if:

- The membership is required as a qualification for the employee to perform assigned duties, or
- The employee is subsequently moved into a developmental position, or
- Membership in the organization is of particular and significant value to the Company.

Direct any questions on these and other ConocoPhillips policies to your supervisor, the Integration website or HRConnections. HRConnections operates between 7:30 a.m. and 7:30 p.m. CST Monday through Friday. You can either call 1-800-622-5501 or email HRConnections@conocophillips.com.

Work/Life Balance

At ConocoPhillips, we provide a range of innovative programs to help you find a balance between your work commitments and your personal aspirations. Additionally, we support individual employees in their community projects and, as a result, the broader communities in which we live.

Following is information about programs that support our work/life focus.

Vacation and Other Paid Time Off

ConocoPhillips provides annual vacation to employees based on years of service (includes Burlington Resources service) as follows:

Years Required	Number of Vacation Days
Year 1:	10 days prorated quarterly
Years 2 – 4:	10 days
Years 5 – 9:	15 days
Years 10 – 19:	20 days
Years 20 – 29:	25 days
Year 30+:	30 days

ConocoPhillips also provides 10 paid holidays to each employee per year.

Wellness and Fitness Programs

ConocoPhillips offers web-based tools and learning programs available to U.S. employees and dependents that focus on wellness, preventive health and fitness. In addition, many locations offer specific wellness, fitness and recreational programs.

Leaves of Absence

ConocoPhillips realizes there are times when you need to take time away from work for personal reasons, medical issues or military obligations. Depending on the type of leave requested, your leave may be paid or unpaid. Leaves may include:

- Excused Hardship
- Family and Medical Leave (FMLA)
- Disability Leave
- Military Leave
- Personal Leave
- Jury Duty

Other ConocoPhillips Policies*

Service Award Program

Service awards are granted to eligible employees who reach service anniversaries at 5, 10, 15, 20, 25, 30, 35, 40, 45 and 50 years. Your Burlington Resources service will be recognized when determining eligibility. An eligible employee may select a service gift applicable to the service anniversary attained. Gifts must be selected within 12 months of the service anniversary.

Substance Abuse Program

The ConocoPhillips Substance Abuse Program is similar to the Burlington Resources program, with some differences. ConocoPhillips tests for alcohol in all positions and also performs a nine-panel drug screening. At ConocoPhillips, like Burlington Resources, employees whose results are positive for drugs or alcohol are subject to termination.

Relocation

If ConocoPhillips asks you to relocate more than 50 miles, you will be eligible to receive relocation assistance under the ConocoPhillips Domestic Relocation Policy.

The highlights of this comprehensive policy are:

- Miscellaneous expense allowance equal to one month's base salary up to a maximum of \$8,000
- Home finding trip expenses covering transportation, lodging, rental car, meals and incidental expenses
- Temporary living expenses covering lodging and meals
- Home sale assistance
- Home purchase assistance
- Shipment of household goods
- Spousal assistance for job search
- Tax assistance

**Information about expatriate policies will be provided separately.*

For more information on these and other ConocoPhillips policies, please direct any questions to your supervisor, the Integration website or HRConnections. HRConnections operates between 7:30 a.m. and 7:30 p.m. CST Monday through Friday. You can either call 1-800-622-5501 or email HRConnections@conocophillips.com.



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