BURLINGTON RESOURCES INC

Form 4 July 05, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or

Check this box

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

may continue. See Instruction

1(b).

(Last)

Form 5

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person * HARDING ROBERT J

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

BURLINGTON RESOURCES INC

(Check all applicable)

[BR]

(Middle)

3. Date of Earliest Transaction

X_ Director 10% Owner Officer (give title

Other (specify

BRASCAN CORPORATION, STE 300, BCE PL 181 BAY ST, PO BOX

(Street)

(First)

762

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

06/30/2005

X Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

TORONTO, A6 M5J2T3

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership

Reported

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(A)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

(Instr. 4)

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

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	4. 5. Number 6. Date Exercisable Transaction Expiration Date			7. Title and Amount of Underlying Securities		8. Price of Derivative	
Security (Instr. 3)	or Exercise Price of Derivative Security	(Monus Day) Teat)	(Month/Day/Year)	Code (Instr. 8)	Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, and 5)	ve (I es d d	(Month/Day/Year)		(Instr. 3 and 4)		Security (Instr. 5)
				Code V	(A) (I	. /	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	06/30/2005		A	515		(2)	(3)	Common Stock	515	\$ 55.8

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HARDING ROBERT J BRASCAN CORPORATION STE 300, BCE PL 181 BAY ST, PO BOX 762 TORONTO, A6 M5J2T3

X

Signatures

Jeffery P. Monte Attorney-in-fact 07/05/2005

**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) Immediately.
- (3) These phantom stock units were acquired under the Company's deferred compensation plan and are to be settled in cash upon retirement or other termination from the Company.

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.

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