

BURLINGTON RESOURCES INC
 Form 4
 March 16, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol
BURLINGTON RESOURCES INC [BR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner
 Officer (give title below) Other (specify below)

BRASCAN CORPORATION, STE 300, BCE PL 181 BAY ST, PO BOX 762

03/14/2006

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---|--|-----------------------------------|
| | | | Code | V | Amount | Price | | | |
| Common Stock | 03/14/2006 | | M | | A | \$ 20.8325 | 12,000 | D | |
| Common Stock | 03/14/2006 | | S | | D | \$ 89.39 | 10,000 | D | |
| Common Stock | 03/14/2006 | | S | | D | \$ 89.41 | 4,600 | D | |
| Common Stock | 03/14/2006 | | S | | D | \$ 89.42 | 2,200 | D | |
| | 03/14/2006 | | S | | D | \$ 89.43 | 2,000 | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|------------|-------|---|
| Common Stock | | | | | | | |
| Common Stock | 03/14/2006 | M | 4,000 | A | \$ 24.0225 | 6,000 | D |
| Common Stock | 03/14/2006 | S | 200 | D | \$ 89.38 | 5,800 | D |
| Common Stock | 03/14/2006 | S | 700 | D | \$ 89.39 | 5,100 | D |
| Common Stock | 03/14/2006 | S | 300 | D | \$ 89.4 | 4,800 | D |
| Common Stock | 03/14/2006 | S | 1,400 | D | \$ 89.44 | 3,400 | D |
| Common Stock | 03/14/2006 | S | 400 | D | \$ 89.45 | 3,000 | D |
| Common Stock | 03/14/2006 | S | 1,000 | D | \$ 89.46 | 2,000 | D |
| Common Stock | 03/14/2006 | M | 4,000 | A | \$ 32.9825 | 6,000 | D |
| Common Stock | 03/14/2006 | S | 300 | D | \$ 89.46 | 5,700 | D |
| Common Stock | 03/14/2006 | S | 100 | D | \$ 89.5 | 5,600 | D |
| Common Stock | 03/14/2006 | S | 200 | D | \$ 89.51 | 5,400 | D |
| Common Stock | 03/14/2006 | S | 3,400 | D | \$ 89.53 | 2,000 | D |
| Common Stock | 03/14/2006 | M | 4,000 | A | \$ 49.545 | 6,000 | D |
| Common Stock | 03/14/2006 | S | 4,000 | D | \$ 89.5 | 2,000 | D |
| Common Stock | 03/14/2006 | S | 2,000 | D | \$ 89.39 | 0 | D |

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

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(9-02)

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

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.

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