

BURLINGTON RESOURCES INC

Form 4

October 02, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Harding, Robert J.

Brascan Corporation

Suite 4400, BCE Place

181 Bay Street, P.O. Box 762

Toronto, Ontario M5J 2T3

Canada

2. Issuer Name and Ticker or Trading Symbol

Burlington Resources Inc.

BR

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

09/30/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person

() Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction	3. Date	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned at End of Month
			Amount	

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Underlying Securities
				Amount		Title and Number of Shares	

Phantom Stock Units	1 for 1	6/30/02	A	V	355	A	(1)	(1)	Common Stock	355	\$38
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Phantom Stock Units	1 for 1	7/2/0	A	V 3	A	(1)	(1)	Common Stock	3	\$37
		2								
Phantom Stock Units	1 for 1	9/30/	A	360	A	(1)	(1)	Common Stock	360	\$38
		02								

Explanation of Responses:

(1) These Phantom Stock Units were acquired under the company's deferred compensation plans and are to be settled in cash upon retirement or other termination from the company.

SIGNATURE OF REPORTING PERSON

/s/ Robert J. Harding

DATE

10/1/2002