Edgar Filing: BURLINGTON RESOURCES INC - Form 4

BURLINGTON RESOURCES INC

Form 4

October 13, 2005

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SHACKOULS BOBBY S

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

BURLINGTON RESOURCES INC

(Check all applicable)

[BR]

10/11/2005

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

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

Chmn of Brd, Pres & CEO

BURLINGTON RESOURCES INC., 717 TEXAS AVENUE,

SUITE 2100

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

HOUSTON, TX 77002

(City) (State) (Zip)

(Street)

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

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

5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Securities Beneficially (D) or Indirect Beneficial Owned Ownership

(Instr. 4)

(Instr. 4)

Following Reported (A)

Transaction(s) (Instr. 3 and 4)

(Instr. 8)

Code V Amount (D) Price

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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	2.	3. Transaction Date		4.		5. Nui	mber			7. Title and A		8. Price of Derivative
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction Expiration Date Under		Underlying S	derlying Securities					
Security	or Exercise		any	Code		Deriva	ative	(Month/Day/	Year)	(Instr. 3 and	4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	8)	Securi	ities					(Instr. 5)
	Derivative					Acqui	red					
	Security					(A) or	•					
						Dispo	sed					
						of (D)						
						(Instr.	3, 4,					
						and 5))					
				Code	v	(A)	(D)	Date	Expiration	Title	Amount	
				Code	v	(A)	(D)	Exercisable	Date	Title		
								Exercisable	Date		Or Number	
											Number	
											of	
											Shares	
Phantom												
Stock	(1)	10/11/2005		A		120		(2)	(3)	Common	120	\$ 72.5
	<u>(1)</u>	10/11/2003		A		120		(-)	(5)	Stock	120	φ 12.3
Units												

Deletionships

Reporting Owners

Reporting Owner Name / Address	Keiationsnips								
	Director	10% Owner	Officer	Other					
SHACKOULS BOBBY S									
BURLINGTON RESOURCES INC.	X		Chmn of Brd, Pres & CEO						
717 TEXAS AVENUE, SUITE 2100									

Signatures

HOUSTON, TX 77002

Bobby S. Shackouls 10/13/2005

**Signature of Date
Reporting Person

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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