

FORM 4

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

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

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

OMB APPROVAL
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(Print or Type Responses)

1. Name and Address of Reporting Person [*] ROSE MATTHEW K (Last) (First) (Middle) Burlington Northern Santa Fe Corporation, 2650 Lou Menk Drive	2. Issuer Name and Ticker or Trading Symbol BURLINGTON NORTHERN SANTA FE CORP [BNI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ X___ Director _____ 10% Owner ___ X___ Officer (give title below) _____ Other (specify below) Chairman, Pres. and CEO
3. Date of Earliest Transaction (Month/Day/Year) 06/10/2008	6. Individual or Joint/Group Filing (Check Applicable Line) ___ X___ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person	
4. If Amendment, Date of Original Filed (Month/Day/Year)	7. Title and Address of Reporting Person [*] (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 Indirect Beneficial Ownership (Instr. 4)
				(A) Amount	(D) Price			
Common Stock, \$0.01 par value	06/10/2008		M	241,371	A \$27.55	546,107	D	
Common Stock, \$0.01 par value	06/10/2008		F	66,252	D \$111.56	479,855	D	
Common Stock, \$0.01 par value	06/10/2008		F	59,607	D \$111.56	420,248	D	
Common Stock, \$0.01 par value	06/10/2008		M	296,427	A \$27.97	716,675	D	
Common Stock, \$0.01 par value	06/10/2008		F	80,958	D \$111.56	635,717	D	
Common Stock, \$0.01 par value	06/10/2008		F	74,319	D \$111.56	561,398	D	
Common Stock, \$0.01 par value						1,461 ^(L)	I	Indirect by 401 (k)

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities	10. Ownership Form of Derivative	11. Nature of Indirect Beneficial Ownership
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Derivative Security	Disposed of (D) (Instr. 3, 4, and 5)	Code		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)
		V	(A)							
Employee Stock Option (Right to buy) ⁽²⁾	06/10/2008	J ⁽³⁾	59,607	12/10/2008	04/25/2012	Common Stock, \$0.01 par value	59,607	\$ 0	D	
Employee Stock Option (Right to buy) ⁽²⁾	06/10/2008	M	241,371	(4)	04/25/2012	Common Stock, \$0.01 par	241,371	\$ 0	D	
Employee Stock Option (Right to buy) ⁽²⁾	06/10/2008	J ⁽³⁾	74,319	12/10/2008	04/24/2013	Common Stock, \$0.01 par	74,319	\$ 0	D	
Employee Stock Option (Right to buy) ⁽²⁾	06/10/2008	M	296,427	(5)	04/24/2013	Common Stock, \$0.01 par	296,427	\$ 0	D	

Reporting Owners

Reporting Owner Name / Address	Relationships		
	Director	10% Owner	Officer
ROSE MATTHEW K Burlington Northern Santa Fe Corporation 2650 Lou Menk Drive Fort Worth, TX 76131-2830	X		Chairman, Pres. and CEO

Signatures

/s/ Matthew K. Rose by Craig N. Smetko, Attorney-in-Fact

06/12/2008

^{**}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) Based on June 10, 2008 balance.
- (2) Employee Stock Option (Right to Buy) with tandem withholding rights.
- (3) Grant of an option in a transaction exempt under Rule 16b-3, based upon use of shares to pay option exercise price.
- (4) The options were part of a grant of options vesting in three equal installments on April 25, 2003, April 25, 2004 and April 25, 2005.

(5) The options were part of a grant of options vesting in three equal installments on April 24, 2004, April 24, 2005 and April 24, 2006.

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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