CANADIAN NATURAL RESOURCES LTD
Form SC 13G/A
November 21, 2008

UNITED STATES
WASHINGTON, D.C. 20549

SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO._2_)*

Canadian Natural Resources Ltd

(Name of Issuer)

Common Stock
(Title of Class of Securities)

2171573
(Cusip No.)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

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1. NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS			Brown Capital Management, Inc
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*			(a)[ ] (b)[ ]
3. SEC USE ONLY			
4. CITIZENSHIP OR PLACE OF ORGANIZATION			Maryland
REPORTING NUMBER OF SHARES BENEFICIALLY OWNED BY EACH PERSON WITH	5.	SOLE VOTING POWER	42,570
	6	SHARED VOTING POWER	None
	7.	SOLE DISPOSITIVE POWER	42,570
	8.	SHARED DISPOSITIVE POWER	**None**
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			42,570
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			0.01%
12. TYPE OF REPORTING PERSON*			IA CO

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Item 1	(a)	Name of Issuer:	Canadian Natural Resources Ltd
	(b)	Address of Issurer	2500, 855-2 Street SW Calgary Alberta Canada, Alberta, Canada T2P 4J8
Item 2	(a)	Name of Person Filing:	Brown Capital Management, Inc
	(b)	Address of Principal Business Office or, if none, Residence:	1201 N. Calvert Street Baltimore, Maryland 21202
	(c)	Citizenship:	Maryland
	(d)	Title of Class of Securities:	Common Stock
	(e)	CUSIP Number:	2171573

Item 3:	Capacity in Which Person is Filing:	[x]	Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

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Item 4:	Ownership As of October 31, 2008:		
(a)	Amount Beneficially Owned:		42,570
(b)	Percent of class:		0.01%
(c)	Number of shares to which such person has:		
(i)		Sole power to vote or to direct the vote:	42,570
(ii)		Shared power to vote or to direct the vote:	None
(iii)		Sole power to dispose or to direct the	42,570
(iv)		disposition of: Shared power to dispose or to direct the disposition of :	None

Item 5:	Ownership of Five Percent or Less of Class:	0.01%
	This report is being filed to report the fact that as of the date above, Brown Capital Management has ceased to be the beneficial owner of more than 5% of the class of securities.	Yes

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Item 6:	Ownership of More than Five Percent on Behalf of Another Person	Not Applicable
Item 7:	Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:	Not applicable
Item 8:	Identification and Classification of Members of the Group:	Not applicable

Item 9: Notice of Dissolution of Group: Not applicable

Item 10: Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Brown Capital Management, Inc.

By: /s/ Eddie C. Brown

Eddie C. Brown

President

Date: October 31, 2008