

13F CON P 8/14/03

CONFIDENTIAL

NON-PUBLIC

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

Form 13F

Form 13F COVER PAGE

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FEB 14 2003
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Report for the Calendar Year or Quarter Ended: December 31, 2002

Check here if Amendment [] ; Amendment Number:

This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

REC'D S.E.C.
FEB 14 2003
1086

Institutional Investment Manager Filing this Report:

Name: Capital Research and Management Company
Address: 333 South Hope Street
Los Angeles, CA 90071-1447

CONFIDENTIAL TREATMENT EXPIRED

Form 13F File Number: 28-00157

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.



Person Signing this Report on Behalf of Reporting Manager:

Name: Paul G. Haaga, Jr.
Title: Executive Vice President
Phone: 213/486-9216

PROCESSED
NOV 10 2003
THOMSON FINANCIAL

Signature, Place, and Date of Signing:

Paul G. Haaga, Jr.* Los Angeles, California 2/13/03

*By: /s/ Anna Jacobs Griffith

Anna Jacobs Griffith
Attorney-in-fact

*Signed pursuant to a Power of Attorney dated January 9, 2002 included as an Exhibit to Schedule 13G filed with the Securities and Exchange Commission by Capital Research and Management Company on January 10, 2002 with respect to HotJobs.Com, Ltd.

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	1
Form 13F Information Table Entry Total:	2
Form 13F Information Table Value Total:	\$10682

	(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1	28-00218	The Capital Group Companies, Inc.

CONFIDENTIAL

DEC 31, 2002

FORM 13F INFORMATION TABLE

CAPITAL RESEARCH AND MANAGEMENT COMPANY

COLUMN 1 & COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7*	COLUMN 8	
NAME OF ISSUER/TITLE OF CLASS (COMMON UNLESS OTHERWISE INDICATED)	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN CALL	PUT/ DISCRETION	OTHER MGRS	SOLE SHARED NONE
E-LOAN INC	26861P107	915	494700	SH	DEFINED	1	494700
PENTAIR INC	709631105	9767	282700	SH	DEFINED	1	282700
GRAND \$		10682					

* INVESTMENT DISCRETION IS DISCLAIMED BY THE CAPITAL GROUP COMPANIES, INC FOR ALL PURPOSES OTHER THAN FORM 13F