EOG RESOURCES INC Form 10-Q May 06, 2014 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF  $^{\rm X}$  1934

For the quarterly period ended March 31, 2014

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 01934

Commission File Number: 1-9743

EOG RESOURCES, INC.

(Exact name of registrant as specified in its charter)

Delaware 47-0684736

(State or other jurisdiction

of incorporation or organization)

(I.R.S. Employer Identification No.)

1111 Bagby, Sky Lobby 2, Houston, Texas 77002 (Address of principal executive offices) (Zip Code)

713-651-7000

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes x No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer x Accelerated filer o Non-accelerated filer o Smaller reporting company o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No x

Indicate the number of shares outstanding of each of the registrant's classes of common stock, as of the latest practicable date.

<u>Title of each class</u> <u>Number of shares</u>

Common Stock, par value \$0.01 per share 546,505,826 (as of April 28, 2014)

### EOG RESOURCES, INC.

#### TABLE OF CONTENTS

PART I. FINANCIAL INFORMATION							
	ITEM 1.	Financial Statements (Unaudited)					
		Consolidated Statements of Income and Comprehensive Income - Three Months Ended March 31, 2014 and 2013	3				
		Consolidated Balance Sheets - March 31, 2014 and December 31, 2013	4				
		Consolidated Statements of Cash Flows - Three Months Ended March 31, 2014 and 2013	5				
		Notes to Consolidated Financial Statements	6				
	ITEM 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	19				
	ITEM 3.	Quantitative and Qualitative Disclosures About Market Risk	32				
	ITEM 4.	Controls and Procedures	32				
PART II.	OTHE	OTHER INFORMATION					
	ITEM 1.	Legal Proceedings	33				
	ITEM 2.	Unregistered Sales of Equity Securities and Use of Proceeds	33				
	ITEM 4.	Mine Safety Disclosures	33				
	ITEM 5.	Other Information	34				
	ITEM 6.	Exhibits	36				
SIGNA	TURES		37				
EXHIB	IT INDE	EX	38				

#### PART I. FINANCIAL INFORMATION

# ITEM 1. FINANCIAL STATEMENTS EOG RESOURCES, INC.

CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME (In Thousands, Except Per Share Data) (Unaudited)

	Three Months Ended		
	March 31,	2012	
Not On section December	2014	2013	
Net Operating Revenues Crude Oil and Condensate	¢2 207 102	¢1 701 022	
	\$2,397,102 246,235	\$1,781,833	
Natural Gas Liquids Natural Gas	*	169,529	
	556,693	,	
Losses on Mark-to-Market Commodity Derivative Contracts	(155,736)		
Gathering, Processing and Marketing	1,015,411	•	
Gains on Asset Dispositions, Net	11,498	164,233	
Other, Net	12,468	12,039	
Total	4,083,671	3,356,514	
Operating Expenses	220.024	240.000	
Lease and Well	320,834	249,000	
Transportation Costs	243,237	184,257	
Gathering and Processing Costs	33,924	24,504	
Exploration Costs	48,058	44,216	
Dry Hole Costs	8,348	3,962	
Impairments	113,361	53,548	
Marketing Costs	1,006,304	904,649	
Depreciation, Depletion and Amortization	946,491	846,388	
General and Administrative	82,862	77,985	
Taxes Other Than Income	195,973	•	
Total	2,999,392		
Operating Income	1,084,279	833,074	
Other Expense, Net	(3,338)	(10,134)	
Income Before Interest Expense and Income Taxes	1,080,941	822,940	
Interest Expense, Net	50,152	61,921	
Income Before Income Taxes	1,030,789	761,019	
Income Tax Provision	369,861	266,294	
Net Income	\$660,928	\$494,725	
Net Income Per Share			
Basic	\$1.22	\$0.92	
Diluted	\$1.21	\$0.91	
Dividends Declared per Common Share	\$0.125	\$0.09375	
Average Number of Common Shares			
Basic	542,278	538,717	
Diluted	548,071	544,526	
Comprehensive Income			
Net Income	\$660,928	\$494,725	
Other Comprehensive Income (Loss)			
Foreign Currency Translation Adjustments	(12,930 )	(14,264)	
Foreign Currency Swap Transaction	50	1,701	
		,	

Income Tax Related to Foreign Currency Swap Transaction	(670	)	-	
Interest Rate Swap Transaction	777		737	
Income Tax Related to Interest Rate Swap Transaction	(281	)	(265	)
Other	23		28	
Other Comprehensive Income (Loss)	(13,031	)	(12,063	)
Comprehensive Income	\$647,897	9	\$482,662	

The accompanying notes are an integral part of these consolidated financial statements.

- 3 -

#### EOG RESOURCES, INC. CONSOLIDATED BALANCE SHEETS (In Thousands, Except Share Data) (Unaudited)

		December
	March 31,	31,
	2014	2013
ASSETS		
Current Assets		
Cash and Cash Equivalents	\$1,667,212	\$1,318,209
Accounts Receivable, Net	1,801,665	1,658,853
Inventories	635,419	563,268
Assets from Price Risk Management Activities	-	8,260
Income Taxes Receivable	191	4,797
Deferred Income Taxes	429,695	244,606
Other	288,294	274,022
Total	4,822,476	4,072,015
Property, Plant and Equipment		
Oil and Gas Properties (Successful Efforts Method)	44,324,008	42,821,803
Other Property, Plant and Equipment	3,128,400	2,967,085
Total Property, Plant and Equipment	47,452,408	45,788,888