EOG RESOURCES INC

Form 4

August 15, 2013

FORM 4

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

SECURITIES

OMB

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Symbol

3235-0287 Number: January 31, Expires: 2005

OMB APPROVAL

subject to Section 16. Form 4 or Form 5 obligations

may continue.

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

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 See Instruction

2. Issuer Name and Ticker or Trading

EOG RESOURCES INC [EOG]

1(b).

Papa Mark G

(Print or Type Responses)

1. Name and Address of Reporting Person *

08/14/2013

								(CHECK a	an applicable)	
(Last)	(First)	(Middle)	3. Date of	f Earliest 7	Transaction	ı				
1111 BAGBY, SKY LOBBY 2			(Month/Day/Year) 08/14/2013				_X_ Director 10% OwnerX_ Officer (give title Other (specify below) Executive Chairman			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check		
HOUSTO	· · · · · ·		Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tabl	le I - Non-	-Derivative	e Secu	rities Acqu	iired, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if //Year)	3. Transaction Code (Instr. 8)	4. Securit for Dispos (Instr. 3, 4	ed of (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)
Common Stock	08/14/2013			M	50,000	A		1,259,295.079	D	
Common Stock	08/14/2013			D	19,365	D	\$ 157.48	1,239,930.079	D	
Common Stock	08/14/2013			F	12,852	D	\$ 157.48	1,227,078.079	D	
Common Stock	08/14/2013			S	17,583	D	\$ 157.48	1,209,495.079	D	
Common Stock	08/14/2013			S	100	D	\$ 157.5	1,209,395.079	D	

S

100

D

1,209,295.079 D

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Common \$ Stock 157.51

Common Stock 15,039 I 401(k) Plan

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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and 4	ecu
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ar or Nu of
Stock Appreciation Rights	\$ 60.99	08/14/2013		M	50,000	09/20/2007(1)	09/20/2013	Common Stock	50

Relationshine

Reporting Owners

Reporting Owner Name / Address	Ketationships						
	Director	10% Owner	Officer	Other			

Papa Mark G

1111 BAGBY, SKY LOBBY 2 X Executive Chairman

HOUSTON, TX 77002

Signatures

Vicky Strom, attorney-in-fact for Mark G. Papa 08/15/2013

**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) The SARs became exercisable in 50 percent increments beginning one year from the September 20, 2006 date of grant and on the next grant date anniversary. The SARs became fully exercisable on September 20, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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