Edgar Filing: EOG RESOURCES INC - Form 4

EOG RESO	URCES INC											
Form 4												
August 26, 2										OMB AF	PROVAL	
	UNITED	STATES						NGE CO	OMMISSION	OMB Number:	3235-0287	
Check tl if no lor subject to Section Form 4 Form 5 obligation may cor See Inst	Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940							January 31, 2005 Estimated average burden hours per response 0.5				
1(b). (Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> Thomas William R.			Symbol EOG RESOURCES INC [EOG]					-0	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
								1]				
(Last) (First) (Middle) 11111 BAGBY, SKY LOBBY 2			3. Date of Earliest Transaction (Month/Day/Year) 08/25/2015						X Director 10% Owner X Officer (give title Other (specify below) below) Chairman & CEO			
			Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
HOUSTON	I, TX 77002								Form filed by Me Form filed by Me Person			
(City)	(State)	(Zip)	Tab	le I - Non	ı-De	erivative	Secur	ities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed fonth/Day/Year) Execution Date, any (Month/Day/Yea		Code (Instr. 3, 4 and 5)				D)	Securities Beneficially Owned Following Reported Transaction(s)	OwnershipIndirectForm:BeneficialDirect (D)Ownershipor Indirect(Instr. 4)(I)(I)(3)(Instr. 4)		
Common Stock	08/25/2015			Code V M		Amount 20,000	(D) A	Price \$ 44.405	(Instr. 3 and 4) 469,892	D		
Common Stock	08/25/2015			D]	12,823	D		457,069	D		
Common Stock	08/25/2015			F	3	3,011	D	\$ 69.26	454,058	D		

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

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number.

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 Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ai or Ni of
Stock Appreciation Rights	\$ 44.405	08/25/2015		М	20,000	09/17/2009 <u>(1)</u>	09/17/2015	Common Stock	2

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Thomas William R. 1111 BAGBY, SKY LOBBY 2 HOUSTON, TX 77002	Х		Chairman & CEO				
Signatures							
Vicky Strom, Attorney-in-fact for Thomas		08/26/2015					
<u>**</u> Signature of Reporting Perso	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 25 percent increments beginning one year from the September 17, 2008 date of grant and on each of the next three grant date anniversaries. The SARs became fully exercisable on September 17, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.