EOG RESOURCES INC

Form 4

February 10, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

5. Relationship of Reporting Person(s) to

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

| SEGNER EDMUND P III | | | 2. Issuer Name and Ticker or Trading Symbol EOG RESOURCES INC [EOG] | | | | C | Issuer | | |
|---|---------------------------------|---------------------|---|---------------------------------|---------------------------------|------------------------------|---|--|--|-------------------|
| | | | | 3. Date of Earliest Transaction | | | | (Check all applicable) | | |
| (Last) 333 CLAY | (First) STREET STE | (Middle) E. 4200 | 3. Date of (Month/E) 02/08/2 | ay/Year) | ransaction | | | _X_ Director _X_ Officer (given below) | | Owner er (specify |
| (Street) | | | 4. If Ame | 4. If Amendment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | | |
| HOUSTON | I, TX 77002 | | Filed(Mor | nth/Day/Year | r) | | | Applicable Line) _X_ Form filed by I Form filed by I Person | One Reporting Pe More than One Re | |
| (City) | (State) | (7in) | | | | | | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-I | Derivative | Secur | ities Acq | uired, Disposed o | f, or Beneficial | ly Owned |
| 1.Title of Security (Instr. 3) | 2. Transaction (Month/Day/Yo | ear) Execution | emed on Date, if /Day/Year) | Code (Instr. 8) | 4. Securion(A) or Do (Instr. 3, | ispose 4 and (A) or | d of (D) 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | |
| Common Stock | 02/08/2005 | | | F | 2,408 | D | \$ 77.69 | 183,640 | D | |
| Common Stock - Phantom | | | | | | | | 21,167 | D | |
| Common Stock | | | | | | | | 795 | I | 401(k) Plan |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. | | | | | | | | | | |
| Persons who respond to the collection of SEC 1474 | | | | | | | | | | |

information contained in this form are not

required to respond unless the form

(9-02)

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displays a currently valid OMB control

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | | 4. | 5. | 6. Date Exerc | | 7. Titl | | 8. Price of | 9. Nu |
|--------------------------------------|---|---------------------|---|----------------------------------|---|---------------------|--------------------|------------------------------------|--|--------------------------------------|---|
| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transactic Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | Amou Under Securi (Instr. | lying | Derivative Security (Instr. 5) | Deriv Secur Bene Own Follo Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|-----------------|-------|--|--|--|
| • 0 | Director | 10% Owner | Officer | Other | | | |
| SEGNER EDMUND P III 333 CLAY STREET STE. 4200 HOUSTON, TX 77002 | X | | President & COS | | | | |

Signatures

Person

EDMUND P.
SEGNER, III

**Signature of Reporting 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).

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.

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