

EOG RESOURCES INC
Form FWP
May 17, 2010

Filed Pursuant to Rule 433
Registration No. 333-163947

Free Writing Prospectus Dated May 17, 2010

EOG Resources, Inc.
Pricing Term Sheet

| | | |
|-------------------------|--|--|
| Issuer: | EOG Resources, Inc. <u>2.95% Senior Notes due 2015</u> | <u>4.40% Senior Notes due 2020</u> |
| Principal Amount: | \$500,000,000 | \$500,000,000 |
| Maturity: | June 1, 2015 | June 1, 2020 |
| Coupon: | 2.95% | 4.40% |
| Treasury benchmark: | 2.5% Notes due April 30, 2015 | 3.5% Notes due May 15, 2020 |
| Treasury yield: | 2.194% | 3.483% |
| Re-offer spread: | 80 bps | 95 bps |
| Issue Price: | 99.795% | 99.734% |
| Yield to maturity: | 2.994% | 4.433% |
| Redemption Provisions: | | |
| Make-whole call | At any time at the greater of (i) 100% or (ii) a discount rate of Treasury plus 15 basis points | At any time at the greater of (i) 100% or (ii) a discount rate of Treasury plus 20 basis points |
| CUSIP/ISIN: | 26875PAF8 / US26875PAF80 | 26875PAE1 / US26875PAE16 |
| Interest Payment Dates: | June 1 and December 1 commencing December 1, 2010 | |
| Settlement: | T+3; May 20, 2010 | |
| Ratings*: | Moody's: A3 (stable outlook) S&P: A- (stable outlook) | |

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Bookrunners: Barclays Capital Inc.
J.P. Morgan Securities Inc.
UBS Securities LLC
Wells Fargo Securities, LLC

Co-Managers: Citigroup Global Markets Inc.
Banc of America Securities LLC
Mitsubishi UFJ Securities (USA),
Inc.
Deutsche Bank Securities Inc.
Scotia Capital (USA) Inc.
RBC Capital Markets Corporation
SG Americas Securities, LLC
BMO Capital Markets Corp.
Comerica Securities, Inc.
BNP Paribas Securities Corp.
BBVA Securities Inc.
Morgan Stanley & Co.
Incorporated
Goldman, Sachs & Co.

* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and any other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. at (888) 603-5847, J.P. Morgan Securities Inc. collect at (212) 834-4533 or UBS Securities LLC at (877) 827-6444 (ext. 561-3884).