

Thomas William R.  
Form 3  
February 08, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

|   |         |                                      |  |  |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                     |  |
| Â Thomas William R.                       |         | (Month/Day/Year)                     | EOG RESOURCES INC [EOG]  |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 1111 BAGBY, SKY LOBBY 2                   |         |                                      | (Check all applicable)   |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                                      | <input type="checkbox"/> 10% Owner                   |
| HOUSTON,Â TXÂ 77002                       |         |                                      | <input checked="" type="checkbox"/> Officer                            | <input type="checkbox"/> Other                       |
| (City)                                    | (State) | (Zip)                                | (give title below) (specify below)                                     |  |
|   |         |                                      | Sr. Executive VP, Exploitation   |  |
|   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
|   |         |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|   |         |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 165,908  | D   | Â  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|--|
|   | Date Exercisable  | Expiration Date  | Title  | Amount or Number of  |  |

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|   |                           |            |              | Shares |           | (I)<br>(Instr. 5) |   |
|---|---------------------------|------------|--------------|--------|-----------|-------------------|---|
| Employee Non-qualified Stock Options (Right to Buy) | 07/31/2001 <sup>(1)</sup> | 07/31/2011 | Common Stock | 40,000 | \$ 17.675 | D                 | Â |
| Employee Non-qualified Stock Options (Right to Buy) | 08/07/2002 <sup>(1)</sup> | 08/07/2012 | Common Stock | 34,000 | \$ 17.54  | D                 | Â |
| Employee Non-qualified Stock Options (Right to Buy) | 08/06/2003 <sup>(1)</sup> | 08/06/2013 | Common Stock | 32,000 | \$ 20.435 | D                 | Â |
| Employee Non-qualified Stock Options (Right to Buy) | 08/15/2006 <sup>(2)</sup> | 08/15/2012 | Common Stock | 25,000 | \$ 62.98  | D                 | Â |
| Stock Appreciation Right                            | 09/20/2007 <sup>(3)</sup> | 09/20/2013 | Common Stock | 28,500 | \$ 60.99  | D                 | Â |
| Stock Appreciation Right                            | 09/20/2008 <sup>(4)</sup> | 09/20/2014 | Common Stock | 8,000  | \$ 73.83  | D                 | Â |
| Stock Appreciation Right                            | 09/17/2009 <sup>(4)</sup> | 09/17/2015 | Common Stock | 10,000 | \$ 88.81  | D                 | Â |
| Stock Appreciation Right                            | 09/18/2010 <sup>(4)</sup> | 09/18/2016 | Common Stock | 10,000 | \$ 81.86  | D                 | Â |
| Stock Appreciation Right                            | 09/24/2011 <sup>(4)</sup> | 09/24/2017 | Common Stock | 10,000 | \$ 92.11  | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                                  |       |
|---|---------------|-----------|----------------------------------|-------|
|   | Director      | 10% Owner | Officer                          | Other |
| Thomas William R.<br>1111 BAGBY, SKY LOBBY 2<br>HOUSTON, TX 77002 | Â             | Â         | Â Sr. Executive VP, Exploitation | Â     |

## Signatures

Vicky Strom, Attorney-in-fact for William R. Thomas  
02/08/2011

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 options became exercisable in 20 percent increments beginning on the date of grant and on each of the next four grant date anniversaries. The options reported are now fully exercisable.

(2)

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The options became exercisable in 25 percent increments beginning one year from the date of grant and on each of the next three grant date anniversaries. The options reported are now fully exercisable.

- (3) The SARs became exercisable in 25 percent increments beginning one year from the date of grant and on each of the next three grant date anniversaries. The SARs reported are now fully exercisable.
- (4) The SARs become exercisable in 25 percent increments beginning one year from the date of grant and on each of the next three grant date anniversaries.

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.