

EOG RESOURCES INC  
Form 4  
March 04, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
Trice David W

(Last) (First) (Middle)  
1111 BAGBY, SKY LOBBY 2  
(Street)

HOUSTON, TX 77002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
EOG RESOURCES INC [EOG]

3. Date of Earliest Transaction (Month/Day/Year)  
03/02/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, Exploration & Production

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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)	7. Nature of Ownership (Instr. 4)
Common Stock	03/02/2014		F(1)	463	\$ 189.42	D	

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

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SEC 1474 (9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trice David W 1111 BAGBY, SKY LOBBY 2 HOUSTON, TX 77002			EVP, Exploration & Production	

## Signatures

Vicky Strom, attorney-in-fact-for David W. Trice  
 Date: 03/04/2014

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) Relates to the vesting of 1,646 restricted shares on March 2, 2014.

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

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a currently valid OMB number. 8%" valign="top" rowspan="2" style="border: solid black; border-top-width: 1;

border-left-width: 0; border-right-width: 1; border-bottom-width: 1">3A. Deemed Execution Date, if any (Month/Day/Year)4.

Transaction Code

(Instr. 8)5. Number of Derivative Securities Acquired (A) or Disposed of (D)

(Instr. 3, 4, and 5)6. Date Exercisable and Expiration Date

(Month/Day/Year)7. Title and Amount of Underlying Securities

(Instr. 3 and 4)8. Price of Derivative Security

(Instr. 5)9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)11. Nature of Indirect Beneficial Ownership

(Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares STOCK OPTIONS \$ 13.083307/29/2005

M 16,28012/31/1997(1)12/31/2006 COMMON STOCK 16,280 \$ 29.3 115,151 D STOCK OPTIONS \$

11.666707/29/2005 M 24,00002/08/2000(2)02/08/2009 COMMON STOCK 24,000 \$ 29.3 91,151 D STOCK

OPTIONS \$ 10.541707/29/2005 M 20,00002/07/2001(3)02/07/2010 COMMON STOCK 20,000 \$ 29.3 71,151 D

STOCK OPTIONS \$ 17.166707/29/2005 M 9,50102/08/2003(4)02/08/2012 COMMON STOCK 9,501 \$ 29.3

61,650 D STOCK OPTIONS \$ 10.541707/29/2005 M 8,80002/07/2001(3)02/07/2010 COMMON STOCK 8,800 \$

29.3 52,850 D STOCK OPTIONS \$ 10.541707/29/2005 M 1,20002/07/2001<sup>(3)</sup>02/07/2010 COMMON STOCK  
 1,200 \$ 24.3475 51,650 <sup>(5)</sup> D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ORTIZ PATRICK T ALVARADO SQUARE MS 2822 ALBUQUERQUE, NM 87158			SR VP, GEN COUNSEL	

## Signatures

PATRICK T.                                  08/02/2005  
 ORTIZ

\_\_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) THIS GRANT VESTS ANNUALLY OVER A THREE YEAR PERIOD BEGINNING 12/31/1997.
- (2) THIS GRANT VESTS ANNUALLY OVER A THREE YEAR PERIOD BEGINNING 02/08/2000.
- (3) THIS GRANT VESTS ANNUALLY OVER A THREE YEAR PERIOD BEGINNING 02/07/2001.
- (4) THIS GRANT VESTS ANNUALLY OVER A THREE YEAR PERIOD BEGINNING 02/08/2003.
- (5) ON 06/11/04, THE COMMON STOCK OF PNM RESOURCES, INC. SPLIT 3 FOR 2, RESULTING IN THE REPORTING PERSON'S ACQUISITION OF 39,144 ADDITIONAL STOCK OPTIONS, AND IS INCLUDED IN THE TOTAL.

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