

THOMAS GARY L  
Form 4  
June 22, 2010

**FORM 4**

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

OMB APPROVAL

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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 \*  
THOMAS GARY L

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
PO BOX 4362

3. Date of Earliest Transaction (Month/Day/Year)  
06/21/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr. Executive VP - Operations

(Street)  
HOUSTON, TX 77002

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

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

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/21/2010		M		16,000	A	\$ 16.4063 239,767
Common Stock	06/21/2010		S		200	D	\$ 113.21 239,567
Common Stock	06/21/2010		S		100	D	\$ 113.2 239,467
Common Stock	06/21/2010		S		100	D	\$ 113.195 239,367
Common Stock	06/21/2010		S		100	D	\$ 113.185 239,267

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Common Stock	06/21/2010	S	1,100	D	\$ 113.151	238,167	D	
Common Stock	06/21/2010	S	100	D	\$ 113.15	238,067	D	
Common Stock	06/21/2010	S	1,800	D	\$ 113.14	236,267	D	
Common Stock	06/21/2010	S	1,100	D	\$ 113.13	235,167	D	
Common Stock	06/21/2010	S	1,000	D	\$ 113.12	234,167	D	
Common Stock	06/21/2010	S	435	D	\$ 113.11	233,732	D	
Common Stock	06/21/2010	S	100	D	\$ 113.09	233,632	D	
Common Stock	06/21/2010	S	800	D	\$ 113.08	232,832	D	
Common Stock	06/21/2010	S	3,700	D	\$ 113.071	229,132	D	
Common Stock	06/21/2010	S	350	D	\$ 113.07	228,782	D	
Common Stock	06/21/2010	S	611	D	\$ 113.03	228,171	D	
Common Stock	06/21/2010	S	100	D	\$ 113.0244	228,071	D	
Common Stock	06/21/2010	S	100	D	\$ 113.0238	227,971	D	
Common Stock	06/21/2010	S	400	D	\$ 113.02	227,571	D	
Common Stock	06/21/2010	S	3,804	D	\$ 113.01	223,767	D	
Common Stock - Phantom						139,653.191	D	
Common Stock						5,767	I	401(k) Plan

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

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**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. 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 Security (Instr. 3 and 4)
Employee Non-qualified Stock Options (Right to Buy)	\$ 16.4063	06/21/2010		M	16,000	08/08/2000 08/08/2010	Common Stock 16,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THOMAS GARY L PO BOX 4362 HOUSTON, TX 77002			Sr. Executive VP - Operations	

## Signatures

Vicky Strom, Attorney-In-Fact for Gary L. Thomas  
 Date: 06/22/2010

\*\*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).

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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