EOG RESOURCES INC
Form 8-K
July 24, 2002

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report: July 24, 2002

EOG RESOURCES, INC.
(Exact name of registrant as specified in its charter)

Delaware	1-9743	47-0684736
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

333 Clay Suite 4200 Houston, Texas	77002
(Address of principal executive offices)	(Zip code)

713/651-7000
(Registrant's telephone number, including area code)

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EOG RESOURCES, INC.

Item 5. Other Events

I. Proxy Statement Correction

The 2001 Salary for the Named Officers of EOG Resources, Inc. ("EOG") was understated due to an inadvertent omission of

approximately half of the salary deferrals into the EOG Resources, Inc. 1996 Deferral Plan.

Name	Principal Position	Reported Salary	Correct Salary
Mark G. Papa	Chairman and Chief Executive Officer	$647,577	$664,808
Edmund P. Segner, III	President and Chief of Staff	$435,239	$449,239
Loren M. Leiker	Executive Vice President, Exploration & Development	$262,692	$297,692
Gary L. Thomas	Executive Vice President, North America Operations	$264,038	$297,692
Barry Hunsaker, Jr.	Senior Vice President and General Counsel	$246,885	$284,039

II. Enron Corp. Mandatorily Exchangeable Notes

As discussed in more detail in Item 1 of EOG's Form 10-K for the fiscal year ended December 31, 1999, under the heading "Relationship Between the Company and Enron Corp.", following the closing on August 16, 1999, of the Share Exchange between EOG and Enron Corp. ("Enron"), Enron issued promissory notes that are mandatorily exchangeable at maturity into a maximum of 11.5 million shares of EOG common stock, which constituted all of Enron's remaining shares in EOG on the date the notes were issued. According to the prospectus for the notes, the notes are unsecured general corporate obligations of Enron. The maturity date for the notes is July 31, 2002. In light of Enron's bankruptcy, EOG believes it is unlikely that the notes will be exchanged for EOG common stock.

According to filings with the Securities and Exchange Commission, the 11.5 million shares of EOG common stock formerly held by Enron are currently held by an affiliate of Enron. The bankruptcy judge in the Enron bankruptcy case has authorized the sale of the 11.5 million shares of EOG common stock in a manner specified in the judge's order, with the proceeds to be placed into escrow. The timing of the sale is to be determined by a committee of interested

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parties that does not include EOG. The entire 11.5 million shares have been included in EOG's outstanding common shares.

Item 9. Regulation FD Disclosure

I. Second Quarter 2002

The forecast items for second quarter 2002 set forth below for EOG are based on current available information and expectations as of the date of this document, and replace the guidance for these items issued on Form 8-K on April 29, 2002.

Estimates are provided in the attached table.

II. 2002 Natural Gas and Crude Oil Financial Price Swap and Physical Contracts

(a) 2002 Financial Price Swap Contracts:

- Natural Gas Financial Price Swap Contracts - Tabulated below is a summary of EOG's 2002 natural gas financial price swap contracts. EOG accounts for these swap contracts under mark-to-market accounting.

	Average Price ($/MMBtu)	Volume (MMBtud)
January (closed)	$ 3.21	140,000
February (closed)	$ 3.13	190,000
March (closed)	$ 3.13	140,000
April and May (closed)	$ 2.74	390,000
June (closed)	$ 2.76	203,333
July (closed)	$ 3.19	100,000
August through October	$ 3.21	100,000
November and December	$ 3.35	75,000

- Crude Oil Financial Price Swap Contracts - EOG has contracts in place covering notional volumes of two thousand barrels of oil per day at a price of $21.50 per barrel for the period March 2002 through December 2002. Crude oil financial price swap contracts for the period March 2002 through June 2002 are closed. EOG accounts for these swap contracts under mark-to-market accounting.

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(b) 2002 Natural Gas Physical Contracts:

Tabulated below is a summary of EOG's 2002 forward natural gas physical contracts beyond the prompt month at the time entered with fixed price and fixed volume terms. In the future, EOG plans only to report physical contracts beyond the forward two months. EOG considers physical contracts within this time frame to be within the ordinary marketing of production. These physical volumes are recorded as natural gas sales and therefore are included in the average realized natural gas prices for the period.

	Average Price ($/MMBtu)	Approximate Volume (MMBtud)
United States		
January and February (closed)	$ 3.03	95,000

May (closed)	$ 2.63	106,000
July	$ 3.25	103,000
August and September	$ 3.14	107,000
October	$ 2.47	107,000

Canada		
January through March (closed)	$ 3.34	25,000
April through June (closed)	$ 3.19	34,000
July through December	$ 3.33	25,000

III. Price Risk Management Activities

For the second quarter of 2002, EOG anticipates a gain from outstanding mark-to-market commodity financial price swaps of $0.7 million compared to a gain of $36.8 million for the prior year period. During the same period, net cash outflows from outstanding commodity price swaps were $19.8 million compared to net cash inflows of $0.7 million for the comparable period in 2001.

IV. Full Year 2002 Production

The full year total equivalent production range, as previously forecast on Form 8-K on April 29, 2002, remains in effect at this time and is expected to be further updated on or about August 12, 2002. However, due to current weak basis (location) differentials in the

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Western United States and Canadian basins, and the possible voluntary reduction of production as a result, it is possible that actual production will be less than the current full year forecast as well as any future full year forecast.

V. Forward-Looking Statements

This document includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements are not guarantees of performance. Although EOG believes its expectations reflected in forward-looking statements are based on reasonable assumptions, no assurance can be given that these expectations will be achieved. Important factors that could cause actual results to differ materially from the expectations reflected in the forward-looking statements include, among others: the timing and extent of changes in commodity

prices for crude oil, natural gas and related products and interest rates; the extent and effect of any hedging activities engaged in by EOG; the extent of the EOG's success in discovering, developing, marketing and producing reserves and in acquiring oil and gas properties; the accuracy of reserve estimates, which by their nature involve the exercise of professional judgment and may therefore be imprecise; political developments around the world, including terrorist activities and responses to such activities; and financial market conditions. In light of these risks, uncertainties and assumptions, the events anticipated by EOG's forward-looking statements might not occur. EOG undertakes no obligations to update or revise its forward-looking statements, whether as a result of new information, future events or otherwise.

Definitions

$/Bbl	US Dollars per barrel
$/MMBtu	US Dollars per million British thermal units
$/Mcf	US Dollars per thousand cubic feet
MMBtud	Million British thermal units per day
MMcfd	Million cubic feet per day
Mbd	Thousand barrels per day
WTI	West Texas Intermediate
NYMEX	New York Mercantile Exchange

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

EOG RESOURCES, INC.

Date: July 24, 2002

By: /s/ TIMOTHY K. DRIGGERS

Timothy K. Driggers
Vice President, Accounting
and Land Administration
(Principal Accounting Officer)

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EOG Resources, Inc.
Estimated Ranges

	2Q 2002
Daily Production	
Natural Gas (MMcfd)	
United States	625 - 630
Canada	155 - 160
Trinidad	110 - 115
Total	890 - 905
Crude Oil (Mbd)	
United States	19.0 - 19.5
Canada	1.8 - 2.0
Trinidad	1.8 - 2.0
Total	22.6 - 23.5
Natural Gas Liquids (Mbd)	
United States	2.5 - 3.0
Canada	0.5 - 1.0
Total	3.0 - 4.0
Pricing	
Natural Gas ($/Mcf)	
Differentials*	
United States - below NYMEX Henry Hub	$0.30 - $0.35
Canada - below NYMEX Henry Hub	$0.60 - $0.65
Realizations	
Trinidad	$1.27
Crude Oil ($/Bbl)	
Differentials	
United States - below WTI	$1.35 - $1.45
Canada - below WTI	$2.30 - $2.35
Trinidad - below WTI	$1.75 - $1.80

* Natural gas differentials include the effect of physical contracts.