

THOMAS GARY L  
Form 4  
June 11, 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)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

PO BOX 4362

06/10/2010

Sr. Executive VP - Operations

(Street)

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

HOUSTON, TX 77002

(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 or Price		
Common Stock	06/10/2010		M		16,000 A \$ 16.4063	239,767	D
Common Stock	06/10/2010		S		1,700 D \$ 108.711	238,067	D
Common Stock	06/10/2010		S		200 D \$ 108.71	237,867	D
Common Stock	06/10/2010		S		200 D \$ 108.7004	237,667	D
Common Stock	06/10/2010		S		400 D \$ 108.7	237,267	D

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Common Stock	06/10/2010		S	100	D	\$ 108.691	237,167	D	
Common Stock	06/10/2010		S	100	D	\$ 108.6905	237,067	D	
Common Stock	06/10/2010		S	100	D	\$ 108.6901	236,967	D	
Common Stock	06/10/2010		S	400	D	\$ 108.69	236,567	D	
Common Stock	06/10/2010		S	939	D	\$ 108.68	235,628	D	
Common Stock	06/10/2010		S	900	D	\$ 108.67	234,728	D	
Common Stock	06/10/2010		S	100	D	\$ 108.6613	234,628	D	
Common Stock	06/10/2010		S	2,800	D	\$ 108.661	231,828	D	
Common Stock	06/10/2010		S	1,600	D	\$ 108.66	230,228	D	
Common Stock	06/10/2010		S	2,400	D	\$ 108.651	227,828	D	
Common Stock	06/10/2010		S	4,061	D	\$ 108.65	223,767	D	
Common Stock - Phantom							139,642.888	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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(9-02)

**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)
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	Code	V	(A)	(D)	Date	Expiration	Title	Am or Num of S
					Exercisable	Date		
Employee Non-qualified Stock Options (Right to Buy)					08/08/2000	08/08/2010	Common Stock	16,
	\$ 16.4063			06/10/2010				
		M		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	06/11/2010
**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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