

EOG RESOURCES INC
Form 4/A
November 01, 2002

FORM 4

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

OMB APPROVAL

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

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response. . .0.5

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

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www.section16.net

1. Name and Address of Reporting Person* Textor Donald F.			2. Issuer Name and Ticker or Trading Symbol EOG Resources, Inc. (EOG)				6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 119-36-2589		4. Statement for Month/Day/Year 10/31/02		<input checked="" type="checkbox"/> Director	—		
381 Lattingtown Road		5. If Amendment, Date of Original (Month/Day/Year) 09/30/02					<input type="checkbox"/> 10% Owner	—	<input type="checkbox"/> Officer (give title below)	—
(Street) Locust Valley, NY 11560							7. 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			
(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 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 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			

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) 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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 & 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	11. Ownership Form of Derivative Security: (Instr. 4)
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				& 5)		(A)	(D)	Date Exer-cisable	Expira-tion Date	Title	Amount or Number of Shares			Indirect (I) (Instr. 4)
				Code	V									
Non-Employee Director Stock Option (right to buy)	\$42.38	05/07/02		A	V	7,000		05/07/03 ⁽¹⁾	05/07/12	Common Stock	7,000		7,000 ⁽²⁾	D
Dividends Deferral Plan	\$35.10	01/15/02		A	V	0.797				Common Stock	0.797			
Director Fees Deferred in Deferral Plan	\$40.56	03/28/02		A	V	277.367				Common Stock	277.367			
Dividends Deferral Plan	\$38.03	04/12/02		A	V	0.898				Common Stock	0.898			
Director Fees Deferred in Deferral Plan	\$39.70	06/28/02		A	V	283.375				Common Stock	283.375			
Dividends Deferral Plan	\$35.35	07/15/02		A	V	1.446				Common Stock	1.446			
Director Fees Deferred in Deferral Plan	\$35.96	09/30/02		A	V	417.13				Common Stock	417.13		1,657	D

Explanation of Responses:

(1) The option becomes exercisable in 50 percent increments beginning one year from the date of grant and one year later.

(2) Amending to correct total shares under column 9

By: /s/ **DONALD F. TEXTOR**

Donald F. Textor

**Signature of Reporting Person

10/31/02

Date

**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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