

EOG RESOURCES INC
Form 4
October 07, 2004

FORM 4

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

OMB APPROVAL

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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 *
LEIKER LOREN M

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)
333 CLAY, STE. 4200

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/05/2004

____ Director
 Officer (give title below) _____ Other (specify below)
Executive Vice President Explo

HOUSTON, TX 77002

(City) (State) (Zip)

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

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 | 10/05/2004 | | M | | 6,000 A \$ 20 | 59,202 | D |
| Common Stock | 10/05/2004 | | S | | 6,000 D \$ 69.1 | 53,202 | D |
| Common Stock | 10/06/2004 | | M | | 8,000 A \$ 32.8125 | 61,202 | D |
| Common Stock | 10/06/2004 | | S | | 8,000 D \$ 70.0354 | 53,202 | D |
| Common Stock | 10/06/2004 | | M | | 8,000 A \$ 32.8125 | 61,202 | D |

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| | | | | | | | | |
|----------------------|------------|---|-------|---|----------------------|--------|---|----------------|
| Common Stock | 10/06/2004 | S | 8,000 | D | \$ 70.2138 (2) | 53,202 | D | |
| Common Stock | 10/07/2004 | M | 4,000 | A | \$ 32.8125 | 57,202 | D | |
| Common Stock | 10/07/2004 | S | 4,000 | D | \$ 70.3286 (3) | 53,202 | D | |
| Common Stock | | | | | | 1,924 | I | 401(k) Plan |
| Common Stock-Phantom | | | | | | 18,227 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Non-qualified Stock Option (right to buy) | \$ 20 | 10/05/2004 | | M | 6,000 | 06/28/1999 06/28/2009 | Common Stock | 6,000 |
| Employee Non-qualified Stock Option (right to buy) | \$ 32.8125 | 10/06/2004 | | M | 8,000 | 08/08/2000 08/08/2010 | Common Stock | 8,000 |
| Employee Non-qualified Stock Option (right to buy) | \$ 32.8125 | 10/06/2004 | | M | 8,000 | 08/08/2000 08/08/2010 | Common Stock | 8,000 |

Employee
 Non-qualified Stock Option (right to buy) \$ 32.8125 10/07/2004 M 4,000 08/08/2000 08/08/2010 Common Stock 4,000

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LEIKER LOREN M 333 CLAY, STE. 4200 HOUSTON, TX 77002 | | | Executive Vice President Explo | |

Signatures

LOREN M. 10/07/2004
 LEIKER

__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) Average Price. Sale prices ranged from \$69.85 to \$70.18.
- (2) Average Price. Sale prices ranged from \$70.18 to \$70.26.
- (3) Average Price. Sale prices ranged from \$70.32 to \$70.43.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.