EOG RESOURCES INC
Form 3
May 14, 2012

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â TODCO
(Last) (First) (Middle)

1111 BAGBY, SKY LOBBY 2
(Street)

HOUSTON,Â TXÂ 77002
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
05/03/2012

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

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
VP, General Counsel & Corp Sec

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

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

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	23,161	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		(I) (Instr. 5)	
Stock Appreciation Rights	09/17/2009[(1)]	09/17/2015	Common Stock	2,500	$ 88.81	D	Â
Stock Appreciation Rights	09/18/2011[(1)]	09/18/2016	Common Stock	2,157	$ 81.86	D	Â
Stock Appreciation Rights	09/24/2011[(1)]	09/24/2017	Common Stock	3,530	$ 92.11	D	Â
Stock Appreciation Rights	09/21/2012[(1)]	09/21/2018	Common Stock	6,000	$ 83.43	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TODCO 1111 BAGBY, SKY LOBBY 2 HOUSTON,Â TXÂ 77002	Â	Â	Â VP, General Counsel & Corp Sec	Â

Signatures

Vicky Strom, attorney-in-fact for Michael P. Donaldson	05/14/2012
[**]Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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) The SARs become exercisable in 25 percent increments beginning one year from the date of grant and on each of the next three grant date anniversaries.

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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