

EOG RESOURCES INC  
Form 4  
September 21, 2005

**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 \*  
**DRIGGERS TIMOTHY K**  
  
(Last) (First) (Middle)  
  
**333 CLAY STREET, SUITE 4200**  
  
(Street)  
  
**HOUSTON 77002**  
  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**EOG RESOURCES INC [EOG]**  
  
3. Date of Earliest Transaction  
(Month/Day/Year)  
**09/21/2005**  
  
4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**VP & Chief Accounting Officer**  
  
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)
				(A) or (D)	Price		
Common Stock	09/21/2005		M	A	\$ 17.675	18,528	D
Common Stock	09/21/2005		M	A	\$ 16.83	24,528	D
Common Stock	09/21/2005		S	D	\$ 73.9	23,328	D
Common Stock	09/21/2005		S	D	\$ 73.8	14,528	D
Common Stock - Phantom						6,659	D

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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)	8. Amount or Number of Shares
Employee Non-Qualified Stock Option (right to buy)	\$ 17.675	09/21/2005		M	4,000	07/31/2001 07/31/2011	Common Stock	4,000
Employee Non-Qualified Stock Option (right to buy)	\$ 16.83	09/21/2005		M	6,000	08/07/2002 08/07/2012	Common Stock	6,000

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DRIGGERS TIMOTHY K 333 CLAY STREET, SUITE 4200 HOUSTON 77002			VP & Chief Accounting Officer	

**Signatures**

TIMOTHY K. DRIGGERS 09/21/2005

\_\_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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