DENBURY RESOURCES INC Form 4 October 02, 2002 1. Name and Address of Reporting Person Worthey, Mark A. 5100 Tennyson Parkway Suite 3000 Plano, TX 75024-2. Issuer Name and Ticker or Trading Symbol Denbury Resources Inc. (DNR) 3. IRS or Social Security Number of Reporting Person (Voluntary) 4. Statement for Month/Year 10/2002 5. If Amendment, Date of Original (Month/Day/Year) 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) () 10% Owner () Director

- (X) Officer (give title below) () Other (specify below) Sr. V.P. - Operations
- 7. 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 Acquired, Disposed of, or Beneficially Owned

+ 1. Title of Security 	2. Trans- 3. Trans- action action Date Code (Month/	4. Securities Acquired (A or Disposed of (D) 	Secu Bene Owne End
	Year) Code V	Amount A/D Price	
Common Stock Common Stock Common Stock Common Stock Common Stock	03/31/2002 A 06/30/2002 A 09/30/2002 A	1091 A \$8.090 882 A \$10.00 918 A \$9.620	00

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

-		+	+	+	+	+		+		+ -
I	1.		•		•	6.		7.		8
		l								
		I								
		I	l		l			Title an	nd Amount	
		I						of Under	rlying	
		Conver-	l		Number of			Securit	ies	
		sion or	l		Derivative	Date Exerc:	isable	+	+	+
		Exercise			Securities	and Expirat	tion Date		Amount	
		Price of	Transac-	Transac-	Acquired(A)	(Month/Day,	/Year)		lor	
	Title of	Deriv-	tion Date	tion Code	Disposed(D)	+	+	+	Number	P
	Derivative	ative	(Month/	++	++	+Date Exer-	Expira-	1	of	D
I	Security	Security	Day/Year)	Code V	(A) (D)	cisable	tion Date	Title	Shares	S
+		+	+	++	++	+	+	+	+	+-

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Stock Option	\$0	01/14/2002 A	14901	01/14/2006	01/14/2012	Common	14901	;
						Stock		
Stock Option	\$3.98				01/03/2010	Common		
-						Stock		
Stock Option	\$4.24				01/04/2009	Common		
						Stock		
Stock Option	\$7				02/22/2006	Common		
						Stock		
Stock Option	\$9.28				01/02/2011	Common		
						Stock		
Stock Option	\$13.38				02/24/2007	Common		
						Stock		
Stock Option	\$18.33				01/29/2008	Common		
						Stock		
Explanation of	Response	S:						

SIGNATURE OF REPORTING PERSON Phil Rykhoek

DATE 10/02/2002

**Signature for Mark A. Worthey pursuant to attached Confirming Statement.

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