Edgar Filing: EOG RESOURCES INC - Form 4

EOG RESOU	JRCES INC										
Form 4											
February 02,	2009										
FORM	14								OMB AF	PROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISS Washington, D.C. 20549					OMMISSION	OMB Number:	3235-0287				
Check thi if no long subject to Section 1 Form 4 o	ger STATE 6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Lanuary 31Expires:2005Estimated averageburden hours perresponse0.5	
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17	6(a) of the Securities Exchange Act of 1934, tility Holding Company Act of 1935 or Section avestment Company Act of 1940									
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> WISNER FRANK G			2. Issuer Name and Ticker or Trading Symbol EOG RESOURCES INC [EOG]				-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)		f Earliest Transaction			(Check	c all applicable	all applicable)		
P.O. BOX 4362			(Month/Day/Year) 01/30/2009					_X_ Director 10% Owner 0fficer (give title Other (specify below)			
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
HOUSTON	, TX 77210-436	62						Form filed by M Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative S	Securi	ties Acq	uired, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			of (D)	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common				Code V		(D)	Price \$	(Instr. 3 and 4)			
Stock - Phantom	01/30/2009			А	24.787	А	ф 67.77	12,468.104	D		
Common Stock								1,000	D		

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

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 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
WISNER FRANK G P.O. BOX 4362 HOUSTON, TX 77210-4362	Х							
Signatures								
Vicky Strom, attorney-in-fact f Wisner	02/02/2009							
**Signature of Reporting Per	rson		D	ate				

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. 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.