

EOG RESOURCES INC

Form 4

October 07, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEIKER LOREN M

(Last) (First) (Middle)

333 CLAY, STE. 4200

(Street)

HOUSTON, TX 77002

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Executive Vice President Explo

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 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)
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 (1)	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.

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SEC 1474
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	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
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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. LEIKER	10/07/2004
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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.

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