SEGNER EDMUND P III
Form 4
August 09, 2005

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SEGNER EDMUND P III
(Last) (First) (Middle)
333 CLAY STREET 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)
08/08/2005

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President & COS

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/08/2005		S		30,000	D	$ 62.3218 (1)	257,280	D	
Common Stock	08/08/2005		M		30,000	A	$ 17.675	287,280	D	
Common Stock	08/08/2005		M		24,000	A	$ 16.83	311,280	D	
Common Stock	08/08/2005		M		20,000	A	$ 19.5	331,280	D	
Common Stock	08/08/2005		M		22,500	A	$ 32.445	353,780	D	

Common Stock	08/08/2005		F		59,368	D	$ 62.1	294,412	D	
Common Stock - Phantom								48,031	D	
Common Stock								1,591	I	401(k) Plan

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. 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 Amou Underlying Secur (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Employee Non-Qualified Stock Option (right to buy)	$ 17.675	08/08/2005		M			30,000	07/31/2001	07/31/2011	Common Stock	30
Employee Non-Qualified Stock Option (right to buy)	$ 16.83	08/08/2005		M			24,000	08/07/2002	08/07/2012	Common Stock	24
Employee Non-Qualified Stock Option (right to buy)	$ 19.5	08/08/2005		M			20,000	08/06/2003	08/06/2013	Common Stock	20
Employee Non-Qualified Stock Option (right to buy)	$ 32.445	08/08/2005		M			22,500	08/03/2004	08/03/2014	Common Stock	22

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEGNER EDMUND P III 333 CLAY STREET STE. 4200 HOUSTON, TX 77002	X		President & COS	

Signatures

EDMUND P. SEGNER, III	08/09/2005
**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).

(1) Average price. Sale prices ranged from $62.19 to $62.52.

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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