#### Edgar Filing: ALCORN GEORGE A - Form 4

| ALCORN C<br>Form 4                                 | GEORGE A                                |   |  |            |        |               |  |  |   |  |
|--|---|---|--|------------|--------|---------------|--|--|---|--|
| April 11, 20                                       | 13                                      |   |  |            |        |               |  |  |   |  |
| FORM   |   | STATES SECU   | RITIES   | AND EX     | CH/    | ANGE CO       | MMISSION   |  | PROVAL  |  |
| <i></i>  |   |   | ashington  |            |        |               |  | OMB<br>Number:   | 3235-0287   |  |
| Subject to<br>Section 16.<br>Form 4 or             |   |   | F CHANGES IN BENEFICIAL OWNERSHI<br>SECURITIES   |            |        |               |  | Expires:January 3<br>200Estimated average<br>burden hours per<br>response0 |   |  |
| obligation<br>may con<br><i>See</i> Instr<br>1(b). | ons Section 17(                         | (a) of the Public<br>30(h) of the                           | Utility Ho   | lding Co   | mpar   | ny Act of 1   | 935 or Section   | L  |   |  |
| (Print or Type                                     | Responses)                              |   |  |            |        |               |  |  |   |  |
|  | Address of Reporting<br>GEORGE A        | Symbo   |  |            |        | I             | . Relationship of I<br>ssuer   | Reporting Pers   | on(s) to  |  |
| (Last) (First) (Middle)                            |   |   | EOG RESOURCES INC [EOG]<br>3. Date of Earliest Transaction   |            |        |               | (Check all applicable)   |  |   |  |
| 2000 POST  | OAK BLVD.                               |   | /Day/Year)   |            | -      | -             | _X Director<br>Officer (give the<br>elow)  |  | Owner<br>er (specify  |  |
|  | (Street)                                |   | nendment, D<br>Ionth/Day/Yea   | -          | al     | A             | b. Individual or Joi<br>Applicable Line)<br>X_ Form filed by O   | ne Reporting Per   | rson  |  |
| HOUSTON  | I, TX 77056                             |   |  |            |        | Ē             | Form filed by Mo<br>Person   | ore than One Re  | porting   |  |
| (City)   | (State)                                 | (Zip) Ta  | ble I - Non-   | Derivativo | e Secu | rities Acqui  | red, Disposed of,  | or Beneficial  | ly Owned  |  |
| 1.Title of<br>Security<br>(Instr. 3)               | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Date, if Transactionor Disposed of (D)<br>Code (Instr. 3, 4 and 5)<br>ay/Year) (Instr. 8)<br>(A)<br>or |            |        | (D)<br>5)     | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common   |   |   |  | Amount     |        | Price         |  | _  |   |  |
| Stock  | 04/09/2013                              |   | М  | 2,000      | А      | \$ 72.92      | 10,213   | D  |   |  |
| Common<br>Stock                                    | 04/09/2013                              |   | S  | 800        | D      | \$<br>128.331 | 9,413  | D  |   |  |
| Common<br>Stock                                    | 04/09/2013                              |   | S  | 1,200      | D      | \$<br>129.339 | 8,213  | D  |   |  |
| Common<br>Stock                                    | 04/09/2013                              |   | М  | 5,000      | А      | \$ 72.04      | 13,213   | D  |   |  |
| Common<br>Stock                                    | 04/09/2013                              |   | D  | 2,809      | D      | \$ 128.25     | 10,404   | D  |   |  |
|  | 04/10/2013                              |   | S  | 2,191      | D      | \$ 128.56     | 8,213  | D  |   |  |

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Common Stock

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)        | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number<br>on f Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisab<br>Expiration Date<br>(Month/Day/Year |                    | 7. Title and A<br>Underlying S<br>(Instr. 3 and | Seci                     |
|--|---|---|---|--|---|---|--------------------|---|--------------------------|
|  |   |   |   | Code V                                 | (A) (D)   | Date Exercisable  | Expiration<br>Date | Title   | A<br>or<br>N<br>of<br>Sl |
| Non-employee<br>Director Stock<br>Option (Right<br>to Buy) | \$ 72.92  | 04/09/2013                              |   | М                                      | 2,000   | 05/02/2008 <u>(1)</u>                                   | 05/02/2016         | Common<br>Stock                                 | ( 4                      |
| Non-employee<br>Director Stock<br>Appreciation<br>Right    | \$ 72.04  | 04/09/2013                              |   | М                                      | 5,000   | 05/04/2010 <u>(2)</u>                                   | 05/04/2016         | Common<br>Stock                                 | 4                        |

### **Reporting Owners**

| Reporting Owner Name / Address                              |           |           |         |         |
|---|-----------|-----------|---------|---------|
|   | Director  | 10% Owner | Officer | Other   |
| ALCORN GEORGE A<br>2000 POST OAK BLVD.<br>HOUSTON, TX 77056 | Х         |           |         |         |
| Signatures  |           |           |         |         |
| Vicky Strom, attorney-in-fact f<br>Alcorn                   | for Georg | e A.      | 04/     | 11/2013 |
| <u>**</u> Signature of Reporting Po                         | erson     |           |         | 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) The options became exercisable 50% after one year, and 100% after two years, following the May 2, 2006 date of grant. The options became fully exercisable on May 2, 2008.
- (2) The stock appreciation rights became exercisable 50% after one year, and 100% after two years, following the May 4, 2009 date of grant. The stock appreciation rights became fully exercisable on May 4, 2011.

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.