PAPA MARK G Form 4 February 21, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number: January 31,

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0.5

burden hours per response...

5. Relationship of Reporting Person(s) to

information contained in this form are not

required to respond unless the form

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

			Symbol	3				Issuer			
(Lost)				EOG RESOURCES INC [EOG]				(Check all applicable)			
(Last) (First) (Middle) 333 CLAY STREET STE. 4200			3. Date of Earliest Transaction (Month/Day/Year) 02/17/2006					X Director 10% Owner X Officer (give title Other (specify below) Chairman & CEO			
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
HOUSTON	TX 77002		Filed(Mor	nth/Day/Yea	r)			Applicable Line) _X_ Form filed by Form filed by I	One Reporting Pe More than One Re		
11005101	, 1A //002							Person			
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution	emed on Date, if /Day/Year)	Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D) 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)		
Common Stock	02/17/2006			F	6,093	D	\$ 71.55	565,177	D		
Common Stock - Phantom								149,943	D		
Common Stock								15,080	I	401(k) Plan	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.											
Persons who respond to the collection of SEC 1474											

(9-02)

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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	2. Conversion	3. Transaction Date		4.	5. ionNumber	6. Date Exerc		7. Tit		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	execution Date, if any (Month/Day/Year)	Code (Instr. 8)	of	.		Under	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
PAPA MARK G 333 CLAY STREET STE. 4200 HOUSTON, TX 77002	X		Chairman & CEO				

Signatures

MARK G.
PAPA

**Signature of Reporting Person

O2/21/2006

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).

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.

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