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EOG RESOURCES INC

Form S-8 May 23, 2002

As filed with the Securities and Exchange Commission on May 23, 2002 Registration No. 333-

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Form S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

EOG RESOURCES, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization) 47-0684736 (I.R.S Employer Identification No.)

333 Clay Street, Suite 4200 Houston, Texas

77002

(Address of Principal

(Zip Code)

Executive Offices)

Amended and Restated EOG Resources, Inc. 1993 Nonemployee Directors Stock Option Plan (Full title of the plans)

Barry Hunsaker, Jr.
EOG Resources, Inc.
333 Clay Street, Suite 4200
Houston, Texas 77002
(Name and address of agent for service)

(713) 651-6940

(Telephone number, including area code, of agent for service) With Copy to:

Arthur H. Rogers
Fulbright & Jaworski L.L.P.
1301 McKinney, Suite 5100
Houston, Texas 77010-3095
(713) 651-5151

Calculation of Registration Fee

Title of	Amount to	Proposed	Proposed	Amount of
securities	be	maximum	maximum	registration
to be	registered	offering price	aggregate	fee
registered		per share (2)	offering	
(1)			price (2)	

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Common 250,000 \$42.62 \$10,655,000 \$980.26 Stock, par shares

Stock, par sha value \$.01 per share (including associated rights to purchase Series E Junior Participating Preferred Stock)