

EOG RESOURCES INC  
Form FWP  
May 17, 2010

Filed Pursuant to Rule 433  
Registration No. 333-163947  
Free Writing Prospectus Dated May 17, 2010

**EOG Resources, Inc.**  
**Pricing Term Sheet**

Issuer:	EOG Resources, Inc. <b><u>2.95% Senior Notes due 2015</u></b>	<b><u>4.40% Senior Notes due 2020</u></b>
Principal Amount:	\$500,000,000	\$500,000,000
Maturity:	June 1, 2015	June 1, 2020
Coupon:	2.95%	4.40%
Treasury benchmark:	2.5% Notes due April 30, 2015	3.5% Notes due May 15, 2020
Treasury yield:	2.194%	3.483%
Re-offer spread:	80 bps	95 bps
Issue Price:	99.795%	99.734%
Yield to maturity:	2.994%	4.433%
Redemption Provisions:		
Make-whole call	At any time at the greater of (i) 100%  or (ii) a discount rate of Treasury  plus 15 basis points	At any time at the greater of (i) 100%  or (ii) a discount rate of Treasury plus 20 basis points
CUSIP/ISIN:	26875PAF8 / US26875PAF80	26875PAE1 / US26875PAE16
Interest Payment Dates:	June 1 and December 1 commencing December 1, 2010	
Settlement:	T+3; May 20, 2010	
Ratings*:	Moody s: A3 (stable outlook) S&P: A- (stable outlook)	

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Bookrunners: Barclays Capital Inc.  
J.P. Morgan Securities Inc.  
UBS Securities LLC  
Wells Fargo Securities, LLC

Co-Managers: Citigroup Global Markets Inc.  
Banc of America Securities LLC  
Mitsubishi UFJ Securities (USA),  
Inc.  
Deutsche Bank Securities Inc.  
Scotia Capital (USA) Inc.  
RBC Capital Markets Corporation  
SG Americas Securities, LLC  
BMO Capital Markets Corp.  
Comerica Securities, Inc.  
BNP Paribas Securities Corp.  
BBVA Securities Inc.  
Morgan Stanley & Co.  
Incorporated  
Goldman, Sachs & Co.

\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and any other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. at (888) 603-5847, J.P. Morgan Securities Inc. collect at (212) 834-4533 or UBS Securities LLC at (877) 827-6444 (ext. 561-3884).