

EOG RESOURCES INC
Form FWP
May 18, 2009

**Filed Pursuant to Rule 433
Registration No. 333-159301**

Free Writing Prospectus Dated May 18, 2009

**EOG Resources, Inc.
Pricing Term Sheet
Relating to Preliminary Prospectus Supplement dated May 18, 2009
5.625% Senior Notes due 2019**

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|-------------------------|---|
| Issuer: | EOG Resources, Inc. |
| Size: | \$900,000,000 |
| Maturity: | June 1, 2019 |
| Coupon: | 5.625% |
| Treasury benchmark: | 3.125% Notes due May 15, 2019 |
| Treasury yield: | 3.199% |
| Re-offer spread: | 245 bps |
| Price: | 99.816% of face amount |
| Yield to maturity: | 5.649% |
| Interest Payment Dates: | June 1 and December 1, commencing December 1, 2009 |
| Redemption Provisions: | |
| Make-whole call | At any time at the greater of (i) 100% or (ii) a discount rate of Treasury plus 37.5 basis points |
| Settlement: | T+3; May 21, 2009 |
| CUSIP/ISIN: | 26875PAD3 / US26775PAD33 |
| Ratings*: | Moody s: A3 (stable outlook) S&P: A- (stable outlook) |
| Bookrunners: | Barclays Capital Inc. Deutsche Bank Securities Inc. J.P. Morgan Securities Inc. |
| Co-Managers: | Banc of America Securities LLC BBVA Securities Inc. BMO Capital Markets Corp. Citigroup Global Markets Inc. Comerica Securities Inc. Fortis Securities LLC Goldman, Sachs & Co. Mitsubishi UFJ Securities (USA), Inc. Morgan Stanley & Co. Incorporated RBC Capital Markets Corporation Scotia Capital (USA) Inc. SG Americas Securities, LLC UBS Securities LLC Wachovia Capital Markets, LLC |

* Note: A securities rating is not a recommendation to buy, sell or

hold securities
and may be
subject to
revision or
withdrawal 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 searching the SEC online data base (IDEA) on the SEC Web site at 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 1-888-227-2275 (ext. 2663), Deutsche Bank Securities Inc. at 1-800-503-4611, or J.P. Morgan Securities Inc. collect at 1-212-834-4533.