



EOG Resources, Inc.



EOG NYSE

Oil / Gas Exploration / Production

Market Capitalization USD:

\$19,075.36 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Mark G. Papa

Age: 65

CEO Since: 1998

	2009	2010	2011
Base Salary	\$976,154	\$940,000	\$940,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$825,000	\$975,000	\$1,443,000
Benefits and Perquisites	\$386,977	\$346,454	\$356,554
TOTAL ANNUAL COMPENSATION	\$2,188,131	\$2,261,454	\$2,739,554
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$10,525,571	\$10,824,891	\$12,074,945
TOTAL COMPENSATION	\$12,713,702	\$13,086,345	\$14,814,499
Median of Other Named Executive Officers Total Compensation	\$3,468,964	\$4,539,263	\$4,832,500
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$2,027,607	\$2,430,517	\$1,590,982
TOTAL REALIZED EQUITY COMPENSATION	\$2,027,607	\$2,430,517	\$1,590,982

Proxy Date: 27 Mar 2012

Annual Meeting Date: 2 May 2012

Equity Reserves: 7.02%

Stock Option Run Rate: 0.52%

EOG Resources, Inc.

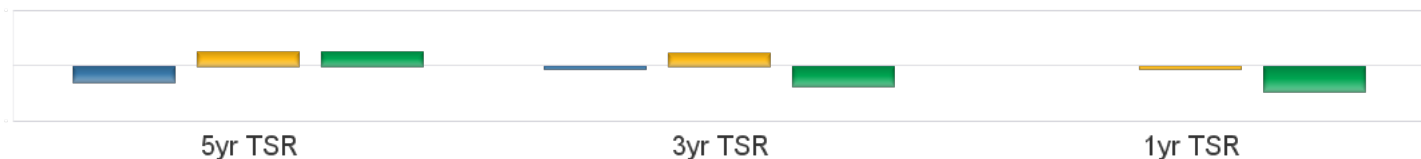
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Performance Comparison

■ S&P500 ■ Industry ■ EOG



Peer Comparisons (TRBC) =Oil / Gas Exploration / Production

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
EOG	EOG Resources, Inc.	\$12,713,702	\$13,086,345	\$14,814,499	\$19,075,363,468
APC	Anadarko Petroleum Corporation	\$27,466,777	\$24,328,710		\$31,723,300,635
APA	Apache Corporation	\$7,689,513	\$19,294,429		\$30,806,359,610
DVN	Devon Energy Corporation	\$16,202,560	\$17,910,371		\$23,090,760,000
CHK	Chesapeake Energy Corporation	\$18,551,296	\$21,044,952		\$16,884,492,557
NBL	Noble Energy, Inc.	\$9,360,011	\$10,332,542	\$11,491,921	\$12,497,170,738
RRC	Range Resources Corporation	\$7,429,218	\$6,633,977		\$9,415,491,835

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Anadarko Petroleum Corporation, Apache Corporation, Chesapeake Energy Corporation, Devon Energy Corporation, EnCana Corporation, Noble Energy, Inc., Southwestern Energy Company.

Performance Peer Group

Anadarko Petroleum Corporation, Apache Corporation, Chesapeake Energy Corporation, Devon Energy Corporation, EnCana Corporation, Noble Energy, Inc., Southwestern Energy Company. (Annual Bonus includes a measure that compares stock price performance to the peer group)

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
George A. Alcorn	Chairman	80	Male	12	Outside Related
Charles R. Crisp	Member	64	Male	10	Outside Related
Donald F. Textor	Member	65	Male	11	Outside Related
Frank G. Wisner	Member	73	Male	15	Outside Related
H. Leighton Steward	Member	77	Male	8	Outside
James C. Dav	Member	68	Male	4	Outside

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