

EOG RESOURCES INC
Form 5
February 11, 2003

FORM 5

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

OMB APPROVAL

☐ Check this box if no
longer subject to Section 16.
Form 4 or Form 5
obligations may continue.

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP**

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See Instruction 1(b).

☐ Form 3 Holdings
Reported

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

Filed By
Romeo and Dye's
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☒ Form 4 Transactions
Reported

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
Wisner Frank G. (Last) (First) (Middle) American International Group, Inc. 70 Pine Street, 18th Floor (Street) New York, NY 10270 (City) (State) (Zip)			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Year 12/31/02 5. If Amendment, Date of Original (Month/Year)			
						7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal year (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock - Phantom	3/31/98		A	245.23	A	\$22.94			
Common Stock - Phantom	4/30/98		A	0.31	A	\$23.37			
Common Stock - Phantom	6/30/98		A	277.78	A	\$20.25			
Common Stock - Phantom	7/31/98		A	0.99	A	\$15.88			
Common Stock - Phantom	9/30/98		A	321.43	A	\$17.50			
Common Stock - Phantom	10/30/98		A	1.52	A	\$16.69			
Common Stock - Phantom	12/31/98		A	326.09	A	\$17.25			
Common Stock - Phantom	3/31/99		A	2.12	A	\$16.63			

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Common Stock - Phantom	6/30/99		A	1.74	A	\$20.25			
Common Stock - Phantom	9/30/99		A	1.66	A	\$21.25			
Common Stock - Phantom	12/31/99		A	2.01	A	\$17.56			
Common Stock - Phantom	3/31/00		A	532.65	A	\$21.19			
Common Stock - Phantom	6/30/00		A	338.38	A	\$33.40			
Common Stock - Phantom	9/30/00		A	1.85	A	\$38.88			
Common Stock - Phantom	12/29/00		A	1.31	A	\$54.63			
Common Stock - Phantom	4/30/01		A	1.77	A	\$46.39			
Common Stock - Phantom	7/31/01		A	2.33	A	\$35.35			
Common Stock - Phantom	10/31/01		A	2.33	A	\$35.37	2,071	D	
Common Stock	9/15/00		M	5,000	A	\$14.19			
Common Stock	9/15/00		S	5,000	D	\$40.25	0		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 5 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Employee Director Stock Option (right to buy)	\$14.19	9/15/00		M		5,000	9/08/99 ⁽¹⁾	9/8/08	Common Stock	5,000		12,500	D	

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Explanation of Responses:

(1) The option becomes exercisable in 50 percent increments beginning one year from date of grant and one year later.

By: /s/ **FRANK G. WISNER**

2/11/03

Frank G. Wisner

Date

**Signature of Reporting Person

**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.

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