#### Edgar Filing: NATIONAL OILWELL VARCO INC - Form 4

#### NATIONAL OILWELL VARCO INC

Form 4

February 27, 2017

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|----|---|---|---|
|----|---|---|---|

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 3235-0287

**OMB APPROVAL** 

Number:

Expires:

January 31, 2005

0.5

Estimated average

response...

burden hours per

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

Common

Stock

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** WILLIAMS CLAY C |   |  | 2. Issuer Name and Ticker or Trading<br>Symbol<br>NATIONAL OILWELL VARCO<br>INC [NOV] |  |  |        |             | 5. Relationship of Reporting Person(s) to<br>Issuer  (Check all applicable)  |  |   |  |
|--|---|--|---|--|--|--------|-------------|--|--|---|--|
| (Last) 7909 PARI DRIVE                                     | (First) (                               |  |   | f Earliest T<br>Day/Year)<br>1017      | ransaction                                 |        |             | _X_ Director<br>_X_ Officer (giv<br>below)<br>Chairman   |  |   |  |
|  | (Street)                                |  |   | endment, D<br>nth/Day/Yea              | ate Origina                                | 1      |             | 6. Individual or J Applicable Line) _X_ Form filed by  | One Reporting I  | Person  |  |
| HOUSTON  | N, TX 77036                             |  |   |  |  |        |             | Form filed by More than One Reporting Person   |  |   |  |
| (City)   | (State)                                 | (Zip)  | Tab   | le I - Non-l                           | Derivative                                 | Secur  | ities Acq   | uired, Disposed o  | of, or Beneficia   | ally Owned  |  |
| 1.Title of<br>Security<br>(Instr. 3)                       | 2. Transaction Date<br>(Month/Day/Year) | E 2A. Deeme<br>Execution I<br>any<br>(Month/Da | Date, if  | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securit<br>or(A) or Dis<br>(Instr. 3, 4 | sposed | of (D)      | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common<br>Stock  | 02/24/2017                              |  |   | F                                      | 11,142<br>(1)                              | D      | \$<br>39.79 | 270,583  | D  |   |  |
| Common<br>Stock  |   |  |   |  |  |        |             | 30,000   | I  | by<br>Children's<br>Trusts  |  |
| Common   |   |  |   |  |  |        |             | (0)  |  | by NOV  |  |

41 (2)

Ι

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

Saving

Plan

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SEC 1474 (9-02)

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

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc    | cisable and | 7. Title  | and      | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|------------------|-------------|-----------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration Da    | ate         | Amour     | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/      | Year)       | Underl    | ying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e                |             | Securit   | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |                  |             | (Instr. : | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |                  |             |           |          |             | Follo  |
|             | •           |                     |                    |            | (A) or     |                  |             |           |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |                  |             |           |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |                  |             |           |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |                  |             |           |          |             |        |
|             |             |                     |                    |            | 4, and 5)  |                  |             |           |          |             |        |
|             |             |                     |                    |            |            |                  |             |           | A        |             |        |
|             |             |                     |                    |            |            |                  |             |           | Amount   |             |        |
|             |             |                     |                    |            |            | Date             | Expiration  |           | or       |             |        |
|             |             |                     |                    |            |            | Exercisable Date | Date        |           | Number   |             |        |
|             |             |                     |                    | G 1 W      | (A) (D)    |                  |             |           | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |                  |             |           | Shares   |             |        |

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

WILLIAMS CLAY C 7909 PARKWOOD CIRCLE DRIVE HOUSTON, TX 77036

X

Chairman, President and CEO

# **Signatures**

By: Brigitte M. Hunt For: Clay C. Williams

02/27/2017

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents the number of shares withheld from the vesting of time-based restricted stock (granted on February 24, 2016) to satisfy tax **(1)** withholding liability.
- Represents the number of shares equivalent of the Issuer's common stock held by Mr. Williams under the National Oilwell Varco, Inc. Supplemental Savings Plan. The information in this report is based on Mr. Williams' account balance as of February 22, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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