SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	UI Sec	uon 30(n) oi	the Investment Company Ac	101 1940					
1. Name and Address of Reporting Person* <u>Livingston Scott B.</u>	2. Date of Requiring (Month/Da 01/01/20	Statement y/Year)	3. Issuer Name and Ticker or Trading Symbol <u>NOV Inc.</u> [NOV]						
(Last) (First) (Middle) C/O NOV INC.		2.	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)			
10353 RICHMOND AVE.		Director10% OwnerXOfficer (give title below)Other (specify below)			6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting				
(Street) HOUSTON TX 77042	_		See Remarks			 Person Form filed by More than One Reporting Person 			
(City) (State) (Zip)									
т	able I - Noi	n-Derivat	ive Securities Benefi	cially Ov	wned				
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or Ir (I) (Insti	Direct Or Indirect	4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock			38,024	1)				
Common Stock			7,500 ⁽¹⁾	1)				
Common Stock			13,448 ⁽²⁾						
Common Stock			15,510 ⁽³⁾						
(e.ç			e Securities Beneficia nts, options, convert						
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversio or Exercis	Form:	6. Nature of Indirect Beneficia Ownership (Instr.		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)		
Non-Qualified Stock Option (right to buy)	(4)	02/26/2024	Common Stock	6,876	68.997	D			
Non-Qualified Stock Option (right to buy)	(5)	02/26/2025	Common Stock	25,900	54.74	D			
Non-Qualified Stock Option (right to buy)	(6)	02/23/2027	Common Stock	14,790	38.86	D			
Non-Qualified Stock Option (right to buy)	(7)	02/25/2026	Common Stock	39,240	34.32	D			
Non-Qualified Stock Option (right to buy)	(8)	02/29/2028	Common Stock	15,615	35.09	D			
Non-Qualified Stock Option (right to buy)	(9)	02/28/2029	Common Stock	14,835	28.72	D			
Non-Qualified Stock Option (right to buy)	(10)	02/26/2030	Common Stock	17,367	20.23	D			
Non-Qualified Stock Option (right to buy)	(11)	02/23/2031	Common Stock	19,772	15	D			
Non-Qualified Stock Option (right to buy)	(12)	02/16/2032	Common Stock	18,000	16.73	D			

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)	2. Date Exerce Expiration Day/ (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr.				
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)				
Non-Qualified Stock Option (right to buy)	(13)	02/24/2033	Common Stock	11,538	21.76	D					

Explanation of Responses:

1. Represents the remaining unvested portion of time-based restricted stock granted on 02/22/2021 pursuant to the Issuer's NOV Inc. Long-Term Inventive Plan (the "Plan"), which began vesting in three equal annual installments on the first anniversary of the date of grant.

2. Represents the remaining unvested portion of time-based restricted stock units granted on 02/15/2022 pursuant to the Plan, which began vesting in three equal annual installments on the first anniversary of the date of grant.

3. Represents an equity award of time-based restricted stock units granted on 02/23/2023 pursuant to the Plan, which will vest in three equal annual installments commencing on the first anniversary of the date of grant.

4. This option is exercisable in three equal annual installments beginning on 02/25/2015.

5. This option is exercisable in three equal annual installments beginning on 02/25/2016.

6. This option is exercisable in three equal annual installments beginning on 02/22/2018.

7. This option is exercisable in three equal annual installments beginning on 02/24/2017 for the first installment, 12/20/2017 for the second installment, and 02/24/2019 for the third installment.

8. This option is exercisable in three equal annual installments beginning on 02/28/2019.

9. This option is exercisable in three equal annual installments beginning on 02/27/2020.

10. This option is exercisable in three equal annual installments beginning on 02/25/2021.

11. This option is exercisable in three equal annual installments beginning on 02/22/2022.

12. This option is exercisable in three equal annual installments beginning on 02/15/2023.

13. This option is exercisable in three equal annual installments beginning on 02/23/2024.

Remarks:

The reporting person's title is President - Energy Products and Services.

/s/ Brigitte M. Hunt, Attorney-in-Fact for the

01/03/2024

reporting person. ** Signature of Reporting

Person

Date

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 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

Know all by these presents that the undersigned hereby constitutes and appoints each of Craig L. Weinstock and Brigitte M. Hunt, or either of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of NOV Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of the attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsover requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. This Power of Attorney supersedes all previous Powers of Attorney relating to the subject matter hereof.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 13th day of December 2023.

/s/ Scott B. Livingston