SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person[*] Weinstock Craig L.	2. Issuer Name **and** Ticker or Trading Symbol NOV Inc. [NOV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last)   (First)   (Middle)

10353 RICHMOND AVE.

(Street)

HOUSTON   TX   77042

(City)   (State)   (Zip)

3. Date of Earliest Transaction (Month/Day/Year) 02/06/2024

4. If Amendment, Date of Original Filed (Month/Day/Year)

	Director	10% Owner
X	Officer (give title below)	Other (specify below)

Sr. VP. & Gen. Counsel

6. Individual or Joint/Group Filing (Check Applicable Line)

| X | Form filed by One Reporting Person |
| | Form filed by More than One Reporting Person |

Rule 10b5-1(c) Transaction Indication

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/06/2024		A		24,258[(1)]	A	$0.0000	226,879	D	
Common Stock	02/06/2024		A		41,386[(2)]	A	$0.0000	268,265	D	
Common Stock	02/06/2024		F		12,746[(3)]	D	$17.52	255,519	D	

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 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	$17.52	02/06/2024		A		53,729		[(4)]	02/07/2034	Common Stock	53,729	$0.0000	53,729	D	

Explanation of Responses:

1. An equity award of time-based restricted stock units pursuant to the NOV Inc. Long-Term Incentive Plan, which will vest in three equal annual installments commencing on the first anniversary of the date of the grant.

2. Represents the total number of shares that vested from the performance share awards granted to Mr. Weinstock on February 22, 2021.

3. Represents the number of shares withheld from the vesting of the performance share awards granted to Mr. Weinstock on February 22, 2021 to satisfy tax withholding liability.

4. The option, awarded pursuant to the NOV Inc. Long-Term Incentive Plan, representing a right to purchase a total of 53,729, will become exercisable in three equal annual installments beginning on February 6, 2025, which will be the first anniversary of the date on which the option was granted.

By: Brigitte M. Hunt For: Craig L. Weinstock   02/07/2024

** Signature of Reporting Person   Date