

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): March 6, 2024

NOV INC.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-12317
(Commission
File Number)

76-0475815
(I.R.S. Employer
Identification No.)

10353 Richmond Ave.
Houston, Texas
(Address of Principal Executive Offices)

77042
(Zip Code)

Registrant's Telephone Number, Including Area Code 346-223-3000

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	NOV	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Election of Director

On March 6, 2024, the Board of Directors (the “Board”) of NOV Inc. (the “Company”) appointed Patricia Martinez as a director of the Company, effective March 6, 2024, with a term of office expiring at the next annual meeting of stockholders. Ms. Martinez will serve on the Board’s Audit Committee. As compensation for her service on the Board, Ms. Martinez will receive the Company’s standard compensation for non-employee directors, which is described under the heading “Director Compensation” in the Company’s definitive proxy statement relating to the Company’s annual meeting of stockholders in 2023, filed with the Securities and Exchange Commission on April 6, 2023. In addition, there are no transactions in which Ms. Martinez has an interest that would require disclosure under Item 404(a) of Regulation S-K.

Ms. Martinez, age 49, was the Chief Energy Transition Officer of Enerflex Ltd. (TSX: EFX) (NYSE: EFXT) from 2021 to 2024 and was formerly President of Enerflex’s Latin American business. Ms. Martinez joined Enerflex in 2014 when the company acquired Axiom Energy Services L.P. international assets. At the time of the acquisition, Ms. Martinez was SVP for Axiom’s international, a successor of Valerus Compression Services where she was VP of Latin America from 2009 to 2013 and Director of International Ventures from 2007 to 2009. Prior to joining Valerus in 2007, Ms. Martinez held several positions in sales and marketing with Shell Oil Products U.S. from 2003 to 2007. Ms. Martinez began her career at Conoco Argentina (a former Dupont subsidiary), where she worked in sales and marketing between 1996 and 1998. Ms. Martinez received a bachelor’s degree in business administration and marketing from Universidad Argentina de la Empresa and an MBA from Houston Baptist University. Ms. Martinez also serves as a director of Par Pacific Holdings Inc. (NYSE: PARR).

With the appointment of Ms. Martinez, the Board is now composed of ten directors, nine of whom are independent members.

On March 6, 2024, the Company announced the appointment of Ms. Martinez to the Board. A copy of the press release is attached as Exhibit 99.1 to this report.

Item 9.01 Financial Statements and Exhibits

(d) *Exhibits*

The following exhibit is provided as part of the information furnished under Item 5.02 of this Current Report:

- 99.1 [NOV Inc. press release dated March 6, 2024 announcing the appointment of Patricia Martinez.](#)
- 104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 6, 2024

NOV INC.

/s/ Brigitte M. Hunt

Brigitte M. Hunt

Vice President



NEWS

Contact: Amie D'Ambrosio (713) 375-3826

FOR IMMEDIATE RELEASE**NOV Appoints Patricia Martinez to the Board of Directors**

HOUSTON, TX, March 6, 2024 – NOV Inc. (NYSE: NOV) announced today the appointment of Patricia Martinez to NOV's Board of Directors, effective March 6, 2024.

"We are delighted to welcome Patricia Martinez to NOV's board of directors," said Clay Williams, Chairman, President, and Chief Executive Officer. "Patricia brings extensive industry experience to our board, including growing energy businesses in international markets, and more recently guiding and developing projects within the energy transition ranging from CCUS to hydrogen to biogas. Her deep insights into emerging energy opportunities will help shape NOV's energy transition strategy."

Ms. Martinez was the Chief Energy Transition Officer of Enerflex Ltd. (TSX: EFX) (NYSE: EFXT) from 2021 to 2024 and was formerly President of Enerflex's Latin American business. Ms. Martinez joined Enerflex in 2014 when the company acquired Axiom Energy Services L.P. international assets. At the time of the acquisition, Ms. Martinez was SVP for Axiom's international, a successor of Valerus Compression Services where she was VP of Latin America from 2009 to 2013 and Director of International Ventures from 2007 to 2009. Prior to joining Valerus in 2007, Ms. Martinez held several positions in sales and marketing with Shell Oil Products U.S. from 2003 to 2007. Ms. Martinez began her career at Conoco Argentina (a former Dupont subsidiary), where she worked in sales and marketing between 1996 and 1998. Ms. Martinez received a bachelor's degree in business administration and marketing from Universidad Argentina de la Empresa and an MBA from Houston Baptist University. Ms. Martinez also serves as a director of Par Pacific Holdings Inc. (NYSE: PARR).

With the appointment of Ms. Martinez, NOV Inc.'s board of directors is now composed of ten directors, nine of whom are independent members.

About NOV

NOV delivers technology-driven solutions to empower the global energy industry. For more than 150 years, NOV has pioneered innovations that enable its customers to safely produce abundant energy while minimizing environmental impact. The energy industry depends on NOV's deep expertise and technology to continually improve oilfield operations and assist in efforts to advance the energy transition towards a more sustainable future. NOV powers the industry that powers the world.

Visit www.nov.com for more information.

View source version on businesswire.com: [SOURCE LINK]

Source: NOV Inc.

CONTACT:

Amie D'Ambrosio
Director, Investor Relations
(713) 375-3826
amie.dambrosio@nov.com