

OMB APPROVAL	
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Shelton Kirk M.</u>  (Last) (First) (Middle) 10353 RICHMOND AVE.  (Street) HOUSTON TX 77042  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NOV Inc. [ NOV ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 02/23/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	02/23/2023		A		28,361 <sup>(1)</sup>	A	\$0.00	254,933	D	
Common Stock	02/23/2023		D		11,161 <sup>(2)</sup>	D	\$21.76	243,772	D	
Common Stock	02/23/2023		A		21,829 <sup>(3)</sup>	A	\$0.00	265,601	D	
Common Stock								9 <sup>(4)</sup>	I	by 401(K) Plan

**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
Non-Qualified Stock Option (right to buy)	\$21.76	02/23/2023		A		48,718		(5)	02/24/2033	Common Stock	48,718	\$0.00	48,718	D	

**Explanation of Responses:**

- Represents the total number of shares that vested from the performance share awards granted to Mr. Shelton on February 25, 2020.
- Represents the number of shares withheld from the vesting of the performance share awards granted to Mr. Shelton on February 25, 2020 to satisfy tax withholding liability.
- 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.
- Represents the number of shares equivalent of NOV common stock held by Mr. Shelton under the NOV Inc. 401(k) Plan. The information in this report is based on Mr. Shelton's account balance as of February 24, 2023.
- The option, awarded pursuant to the NOV Inc. Long-Term Incentive Plan, representing a right to purchase a total of 48,718 shares, will become exercisable in three equal annual installments beginning on February 23, 2024, which will be the first anniversary of the date on which the option was granted.

**Remarks:**

President - Completion and production solutions

By: Brigitte M. Hunt For: Kirk M. Shelton 02/27/2023

\*\* 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 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).

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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