

NATIONAL OILWELL VARCO INC

Form 4

March 11, 2005

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BLOOM ROBERT L

2. Issuer Name and Ticker or Trading Symbol  
NATIONAL OILWELL VARCO INC [NOI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/09/2005

Director 10% Owner  
 Officer (give title below)  Other (specify below)  
Sr. VP - Chief Engineering

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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			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)
Common Stock	03/09/2005		M		4,432	\$ 22.5625	28,292	D	
Common Stock	03/09/2005		M		9,629	\$ 40.5	37,921	D	
Common Stock	03/09/2005		M		20,000	\$ 18.53	57,921	D	
Common Stock	03/09/2005		M		20,000	\$ 20.14	77,921	D	
Common Stock	03/09/2005		S		16,000	\$ 48.75	61,921	D	

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Common Stock	03/09/2005	S	5,200	D	\$ 48.76	56,721	D
Common Stock	03/09/2005	S	2,700	D	\$ 48.77	54,021	D
Common Stock	03/09/2005	S	4,300	D	\$ 48.78	49,721	D
Common Stock	03/09/2005	S	1,000	D	\$ 48.79	48,721	D
Common Stock	03/09/2005	S	300	D	\$ 48.8	48,421	D
Common Stock	03/09/2005	S	300	D	\$ 48.88	48,121	D
Common Stock	03/09/2005	S	2,000	D	\$ 48.89	46,121	D
Common Stock	03/09/2005	S	900	D	\$ 48.9	45,221	D
Common Stock	03/09/2005	S	3,400	D	\$ 49	41,821	D
Common Stock	03/09/2005	S	600	D	\$ 49.01	41,221	D
Common Stock	03/09/2005	S	6,500	D	\$ 49.04	34,721	D
Common Stock	03/09/2005	S	4,600	D	\$ 49.05	30,121	D
Common Stock	03/09/2005	S	2,500	D	\$ 49.06	27,621	D
Common Stock	03/09/2005	S	2,661	D	\$ 49.08	24,960	D
Common Stock	03/09/2005	S	1,100	D	\$ 48.83	23,860	D

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

**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 control number.**

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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Derivative Security			or Disposed of (D)		Date Exercisable	Expiration Date	Title	Am or Num of S
			(A)	(D)				
Non-Qualified Stock Option (right to buy)	\$ 18.53	03/09/2005	M	20,000	01/30/2005	01/31/2012	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 20.14	03/09/2005	M	20,000	02/14/2005	02/15/2013	Common Stock	20
Non-Qualified Stock Option (right to buy)	\$ 22.5625	03/09/2005	M	4,432	02/22/2003	02/23/2010	Common Stock	4,
Non-Qualified Stock Option (right to buy)	\$ 40.5	03/09/2005	M	9,629	02/14/2004	02/15/2011	Common Stock	9,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLOOM ROBERT L			Sr. VP - Chief Engineering	

## Signatures

By: M. Gay Mather For: Robert L. Bloom 03/11/2005

\*\*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).

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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