BLANCHARD ROBERT W
Form 4
February 22, 2011

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
BLANCHARD ROBERT W

(Last) (First) (Middle)

7909 PARKWOOD CIRCLE DRIVE

(Street)

HOUSTON, TX 77036

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/22/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP Cntrlr Chf Acctg Offcr

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

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	02/22/2011		M		10,667	A	$ 25.96	62,202	D	
Common Stock	02/22/2011		M		11,295	A	$ 44.07	73,497	D	
Common Stock	02/22/2011		S		21,962	D	$ 81.6	51,535	D	
Common Stock	02/22/2011		F		3,645 (1)	D	$ 79.8	47,890	D	
Common Stock	02/22/2011		A		7,600	A	$ 0	55,490	D	

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

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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 a Underlyi (Instr. 3 a
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	$ 25.96	02/22/2011		M			10,667	02/20/2010(2)	02/21/2019	Comm Stock
Non-Qualified Stock Option (right to buy)	$ 44.07	02/22/2011		M			11,295	02/16/2011(2)	02/17/2020	Comm Stock
Non-Qualified Stock Option (right to buy)	$ 79.8	02/22/2011		A		20,550		02/22/2012(2)	02/23/2021	Comm Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLANCHARD ROBERT W 7909 PARKWOOD CIRCLE DRIVE HOUSTON, TX 77036			VP Cntrlr Chf Acctg Offcr	

Signatures

By: Raymond W. Chang For: Robert W. Blanchard	02/22/2011
**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).

(1) Represents the number of shares withheld from the vesting of performance-based restricted stock shares to satisfy tax withholding liability.

(2) Options vest in three (3) equal annual installments commencing on the date indicated.

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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Explanation of Responses: