Edgar Filing: NATIONAL OILWELL INC - Form 4

NATIONAL	OILWELL INC										
Form 4											
December 09	, 2004										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL			
	- UNITED S						NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no longe subject to Section 16		Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERS SECURITIES						Expires: Estimated a burden hou			
Form 4 or Form 5 obligation may conti <i>See</i> Instru- 1(b).	Filed purs s Section 17(a	uant to Section) of the Public U 30(h) of the I	Jtility Hold	din	ng Com	pany	Act of	f 1935 or Sectio	response	•	
(Print or Type R	esponses)										
			2. Issuer Name and Ticker or Trading Symbol NATIONAL OILWELL INC [NOI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	(Month/	3. Date of Earliest Transaction(Month/Day/Year)12/09/2004					Director X Officer (give below)	10%	6 Owner er (specify	
(Street) 4. If Amendment, Date Filed(Month/Day/Year)					Original 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				erson		
(City)	(State) (State)	Zip) Tab	ole I - Non-E	Deri	ivative S	ecurit	ies Acc	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	ion/ I (Disposed (Instr. 3,	(A) o of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	12/09/2004				400	D	\$0	331,597	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.

 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)	4. Transac Code (Instr. 8	5. etionNumber of b) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3,	umber Expiration Date (Month/Day/Year) erivative ecurities cquired A) or isposed f (D)		7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code	4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GAUCHE JERRY N								
			Senior Vice President					
•								
Signatures								
	NT							

By: M. Gay Mather For: Jerry N. Gauche 12/09/2004

**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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.