

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

**FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

**SCHLUMBERGER N.V.  
(SCHLUMBERGER LIMITED)**

(Exact name of registrant as specified in its charter)

<p style="text-align: center;"><b>Curaçao</b> (State or other jurisdiction of incorporation or organization)</p> <p><b>42 rue Saint-Dominique</b> <b>Paris, France</b></p> <p><b>5599 San Felipe</b> <b>Houston, Texas, U.S.A.</b></p> <p><b>62 Buckingham Gate</b> <b>London, United Kingdom</b></p> <p><b>Parkstraat 83</b> <b>The Hague, The Netherlands</b> (Addresses of Principal Executive Offices)</p>	<p><b>52-0684746</b> (I.R.S. Employer Identification No.)</p> <p><b>75007</b></p> <p><b>77056</b></p> <p><b>SW1E 6AJ</b></p> <p><b>2514 JG</b> (Zip Codes)</p>
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**SLB DISCOUNTED STOCK PURCHASE PLAN**  
(Full title of the plan)

**Dianne B. Ralston**  
**Chief Legal Officer and Secretary**  
**Schlumberger Limited**  
**5599 San Felipe**  
**Houston, Texas, U.S.A. 77056**  
**(713) 513-2000**

(Name, address, and telephone number, including area code, of agent for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input checked="" type="checkbox"/>		Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>		Smaller reporting company	<input type="checkbox"/>
			Emerging growth company	<input type="checkbox"/>

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 7(a)(2)(B) of the Securities Act.

## EXPLANATORY NOTE

On April 2, 2025, shareholders of Schlumberger Limited (Schlumberger N.V.), a Curaçao corporation (“SLB” or the “Registrant”) approved the SLB Discounted Stock Purchase Plan (as amended and restated, the “Plan”) at the Registrant’s 2025 Annual General Meeting of Shareholders, which increased the number of shares of common stock, par value \$0.01 per share, of SLB (“SLB Common Stock”) available for purchase under the Plan by 24,000,000 shares.

The Registrant registered up to 20,000,000 shares of SLB Common Stock issuable under the Plan pursuant to the Registration Statement on Form S-8 filed with the Securities and Exchange Commission (the “SEC”) on July 1, 2025 (SEC File No. 333-288443) (as amended by the Post-Effective Amendment No. 1 filed on July 16, 2025, the “Previous Registration Statement”).

This Registration Statement on Form S-8 (the “Registration Statement”) is being filed by SLB to register the remaining up to 4,000,000 shares of SLB Common Stock issuable under the Plan and authorized by the SLB shareholders. SLB incorporates by reference in this Registration Statement the Previous Registration Statement relating to the Plan pursuant to General Instruction E on Form S-8.

## PART II

### INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

#### Item 3. *Incorporation of Documents by Reference.*

This Registration Statement incorporates herein by reference the following documents, which have been filed with SEC by the Registrant (SEC File No. 001-04601 unless otherwise indicated) pursuant to the Securities Exchange Act of 1934, as amended (the “Exchange Act”):

- (a) the Registrant’s Annual Report on [Form 10-K](#) for the fiscal year ended December 31, 2024, as filed with the SEC on January 22, 2025 (the “2024 Annual Report”);
- (b) the portions of the Registrant’s [Definitive Proxy Statement](#) for its 2025 Annual General Meeting of Shareholders that are incorporated by reference into the 2024 Annual Report, as filed with the SEC on February 20, 2025 (the “Proxy Statement”);
- (c) the Registrant’s Quarterly Reports on Form 10-Q for the fiscal quarters ended March 31, 2025 and June 30, 2025, as filed with the SEC on [April 25, 2025](#) and [July 24, 2025](#), respectively;
- (d) the Registrant’s Current Reports on Form 8-K filed with the SEC on [April 2, 2025](#), [April 8, 2025](#), [July 15, 2025](#) and [July 16, 2025](#) (excluding Item 7.01 and Exhibit 99 attached thereto); and
- (e) the description of the Common Stock contained in [Exhibit 4.1](#) of the Registrant’s Annual Report on Form 10-K for the fiscal year ended December 31, 2020, as filed with the SEC on January 27, 2021, and as subsequently amended or updated.

Each document filed by the Registrant pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Exchange Act, subsequent to the date of this Registration Statement and prior to the filing of a post-effective amendment that indicates that all securities offered have been sold or that deregisters all securities then remaining unsold, shall be deemed to be incorporated by reference in this Registration Statement and to be a part hereof from the date of filing such documents.

Any statement contained in this Registration Statement, in an amendment hereto or in a document incorporated by reference herein shall be deemed to be modified or superseded for purposes of this Registration Statement to the extent that a statement contained herein or in any subsequently filed amendment to this Registration Statement or in any document that also is incorporated by reference herein modifies or supersedes such statement. Any statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Registration Statement.

**Item 8. Exhibits.**

The following documents are filed as a part of this Registration Statement or incorporated by reference herein:

<b>Exhibit Number</b>	<b>Description</b>
4.1	<a href="#"><u>Articles of Incorporation of Schlumberger Limited (Schlumberger N.V.), as last amended on April 6, 2016 (incorporated by reference to Exhibit 3.1 to SLB's Current Report on Form 8-K filed on April 6, 2016).</u></a>
4.2	<a href="#"><u>Amended and Restated By-Laws of Schlumberger Limited (Schlumberger N.V.) (incorporated by reference to Exhibit 3 to SLB's Current Report on Form 8-K filed April 21, 2023).</u></a>
5	<a href="#"><u>Opinion of STvB Advocaten (Europe), N.V.</u></a>
23.1	<a href="#"><u>Consent of PricewaterhouseCoopers LLP.</u></a>
23.2	<a href="#"><u>Consent of STvB Advocaten (Europe), N.V. (included in Exhibit 5).</u></a>
24	<a href="#"><u>Power of Attorney.</u></a>
99	<a href="#"><u>SLB Discounted Stock Purchase Plan, as amended and restated effective January 16, 2025 (incorporated by reference to Appendix B to the Proxy Statement).</u></a>
107	<a href="#"><u>Filing Fee Table.</u></a>



Schlumberger N.V.  
(Schlumberger Limited)  
5599 San Felipe  
Houston, Texas 77056

Amsterdam, 25 July 2025

**Re: Schlumberger N.V.**

Ladies and Gentlemen,

We have acted as Curaçao legal counsel for Schlumberger N.V. (also referred to as Schlumberger Limited), a corporation with limited liability organized and existing under the laws of Curaçao (the “**Company**”), in connection with the registration of up to 4,000,000 shares of the Company’s common stock, par value US\$0.01 per share to be traded on the New York Stock Exchange (the “**Shares**”), issuable pursuant to the SLB Discounted Stock Purchase Plan, as amended and restated effective 16 January 2025 (the “**Plan**”). We understand that a registration statement on Form S-8 relating to the Plan (the “**Registration Statement**”) is being filed by the Company with the Securities and Exchange Commission under the Securities Act of 1933, as amended.

As Curaçao legal counsel for the Company we have examined and relied upon the following documents in original, photo static or facsimile form:

- (a) a copy of the Registration Statement;
- (b) a copy of the Plan;
- (c) a certified copy of the Articles of Incorporation of the Company (the “**Articles of Incorporation**”), as presently in effect;
- (d) a copy of the Amended and Restated By-Laws of the Company as, according to the Secretary Certificate (as defined below), in full force and effect on the date hereof (the “**Bylaws**”);
- (e) an extract obtained online on 25 July 2025 from the Curaçao Commercial Register, relating to the registration of the Company;
- (f) a copy of the minutes of the annual general meeting of shareholders of the Company as according to the Secretary Certificate held on 2 April 2025 *inter alia* including the resolution to approve the amendment and restatement of the SLB Discounted Stock Purchase Plan effective 16 January 2025 (the “**Shareholders Resolutions**”);

- (g) a copy of the resolutions of the board of directors of the Company (the “**Board**”) as according to the Secretary Certificate adopted on 16 January 2025 providing for the issuance of the Shares under the Plan (the “**Board Resolutions**” and the Shareholders Resolutions together with the Board Resolutions, the “**Resolutions**”); and
- (h) a copy of a certificate executed by the Assistant Secretary of the Company, dated 25 July 2025 with attached thereto a copy of the Resolutions, the Articles of Association and the Bylaws (the “**Secretary Certificate**”).

In our examination of the documents referred to above and in expressing our opinion, we have assumed without independent verification of any kind:

- (i) the genuineness of all signatures on all documents we have reviewed;
- (ii) the authenticity of all such documents submitted to us as originals, and that each of the documents has been duly executed in the form, or substantially in the form submitted to us as execution copies; and
- (iii) the conformity with originals of all documents submitted to us as copies.

In rendering the following, we are opining on the matters hereinafter referred to, only insofar as they are governed by the laws of Curaçao as currently in effect and as they are interpreted under presently published case law of Curaçao, including the Supreme Court of the Netherlands (*Hoge Raad der Nederlanden*).

Based upon and subject to the foregoing and subject to the qualifications set forth below and having due regard for such legal considerations as we deem relevant, we are of the opinion that:

- (a) The Company has been duly incorporated under the laws of the former Netherlands Antilles, is currently validly existing under the laws of Curaçao and has all requisite corporate power and authority to own its properties and to conduct its business within the limits of its objects clause as set forth in article 2 of the Articles of Incorporation. The Company has been duly registered with the Curaçao Commercial Register under number 1674.
- (b) Upon issuance and delivery of the Shares from time to time pursuant to and in accordance with the terms of the Plan, for consideration at least equal to the par value thereof, such Shares will be validly issued, fully paid and non-assessable.
- (c) No personal liability will attach to the holders of the Shares under the laws of Curaçao by reason of their being stockholders of the Company.
- (d) No consents, approvals, authorizations or other orders of Curaçao governmental authorities are legally required for the issuance of the Shares by the Company.

This opinion is strictly limited to the matters stated herein and may not read as extending by implication to any matters not specifically referred to herein, including tax matters.

25 July 2025

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We consent to the filing of this opinion as an exhibit to the Registration Statement. In giving such consent, we do not thereby concede that we are within the category of persons whose consent is required under Section 7 of the Securities Act or the rules and regulations of the Securities and Exchange Commission promulgated thereunder.

Sincerely yours,

/s/ STvB Advocaten (Europe) N.V.

**Consent of Independent Registered Public Accounting Firm**

We hereby consent to the incorporation by reference in this Registration Statement on Form S-8 of Schlumberger Limited of our report dated January 22, 2025 relating to the financial statements and the effectiveness of internal control over financial reporting, which appears in Schlumberger Limited's Annual Report on Form 10-K for the year ended December 31, 2024.

/s/ PricewaterhouseCoopers LLP  
Houston, Texas  
July 25, 2025



## CALCULATION OF FILING FEES TABLE

FORM S-8  
(Form Type)SCHLUMBERGER N.V.  
(SCHLUMBERGER LIMITED)  
(Exact name of registrant as specified in its charter)

Table 1: Newly Registered Securities

Security Type	Security Class Title	Fee Calculation Rule	Amount Registered <sup>(1)</sup>	Proposed Maximum Offering Price Per Share <sup>(2)</sup>	Maximum Aggregate Offering Price <sup>(2)</sup>	Fee Rate	Amount of Registration Fee
Equity	Common Stock, \$0.01 par value per share	Other	4,000,000	\$28.79	\$115,160,000	0.00015310	\$17,631.00
Total Offering Amounts					\$115,160,000		\$17,631.00
Total Fee Offsets							\$ 0.00
Net Fee Due							\$17,631.00

- (1) Pursuant to Rule 416(a) under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement shall also include such additional indeterminate number of shares of common stock of Schlumberger Limited (Schlumberger N.V.) ("SLB") that may become issuable under the SLB Discounted Stock Purchase Plan (as amended and restated, the "Plan") as a result of stock splits, stock dividends or similar transactions.
- (2) Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457(c) and 457(h)(1) of the Securities Act, based on a 15% discount from the average of the high and low prices for shares of common stock of SLB reported on the New York Stock Exchange on July 21, 2025, which is the discount applicable to purchasers under the Plan.