FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| STATEMENT | OF CHANGES I | N BENEFICIAL | OWNERSHIP |
|-----------|--------------|--------------|-----------|

| OMB APPROVAL             |           |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |  |  |  |

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Last)  | Name and Address of Reporting Person*  AYAT SIMON  (Last) (First) (Middle)  5599 SAN FELIPE, 17TH FLOOR |  |                |               | Schlumberger LTD /NV/ [ SLB ]  3. Date of Earliest Transaction (Month/Day/Year) 01/20/2011 |         |                              |                           |   |           |  | (Che  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  X Officer (give title Other (specify below)  Chief Financial Officer |  |    |  |                                       |  |
|---|---|--|----------------|---------------|--|---------|------------------------------|---------------------------|---|-----------|--|---|---|--|----|--|---------------------------------------|--|
| (Street) HOUST(   |   | X<br>State)                                | 77056<br>(Zip) | _             | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                   |         |                              |                           |   |           | Line)  | X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |  |    |  |                                       |  |
| Table I - Non-Deriv  1. Title of Security (Instr. 3)  2. Transa Date (Month/L |   |  |                | ransacti<br>e | ction 2A. Deemed Execution Date,   |         | 3.<br>Transacti<br>Code (Ins | on<br>str.                | r. (A) or   |           | d (A) or<br>r. 3, 4 and 5                            | 5. Amount of  |   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)                          |    | 7. Nature of<br>ndirect<br>Beneficial<br>Ownership<br>(Instr. 4)         |                                       |  |
| Derivative   Conversion   Da  |   | 3. Transaction<br>Date<br>(Month/Day/Year) |                | 4.<br>Transa  | puts, calls  4. Transaction Code (Instr. 8)  |         | 5. Number of Derivative 6.   |                           | juired, Disposed of,<br>s, options, convertib<br>6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |           |  | d Amount<br>les<br>g<br>Security  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported |    | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |   |  |                | Code          | v  | (A)     | (D)                          | Date<br>Exercisable       |   | opiration | Title  | Amount<br>or<br>Number<br>of Shares   |   | Transaction(s)<br>(Instr. 4)   |    |  |                                       |  |
| Incentive<br>Stock<br>Option<br>(right to<br>buy)                             | \$83.885  | 01/20/2011                                 |                | A             |  | 1,192   |                              | 01/20/2012 <sup>(1)</sup> | 01  | 1/20/2021 | Common<br>Stock,<br>\$0.01 par<br>value per<br>share | 1,192   | \$0   | 1,192  | 2  | D  |                                       |  |
| NQ Stock<br>Option<br>(right to<br>buy) w/<br>tandem<br>Tax w/h<br>right      | \$83.885  | 01/20/2011                                 |                | A             |  | 186,808 |                              | 01/20/2012 <sup>(2)</sup> | 01  | 1/20/2021 | Common<br>Stock,<br>\$0.01 par<br>value per<br>share | 186,808   | \$0   | 186,80   | 08 | D  |                                       |  |

## **Explanation of Responses:**

- 1. This option becomes exercisable in five equal annual installments beginning January 20, 2012.
- 2. This option becomes exercisable in five equal annual installments beginning January 20, 2012.

/s/Lynda Quagliara Attorney-in-Fact For: Simon Ayat 01/24/2011

\*\* 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.

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 Number.