

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-K405/A

(Mark One)

X AMENDMENT TO ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934

For fiscal year ended DECEMBER 31, 1996  
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OR

\_ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the Transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 1-4601

SCHLUMBERGER N.V. (SCHLUMBERGER LIMITED)  
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(Exact name of registrant as specified in its charter)

NETHERLANDS ANTILLES ----- (State or other jurisdiction of incorporation or organization)	52-0684746 ----- (I.R.S. Employer Identification No.)
277 PARK AVENUE NEW YORK, NEW YORK, U.S.A.	10172-0266
42, RUE SAINT DOMINIQUE PARIS, FRANCE	75007
LAAN VAN MEERDERVOORT 55, THE HAGUE, THE NETHERLANDS	2517 AG
----- (Addresses of principal executive offices)	----- (Zip Codes)

Registrant's telephone number in the United States, including area code, is:  
(212) 350-9400.

(Cover page 1 of 2 pages)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class -----	Name of each exchange on which registered -----
COMMON STOCK, PAR VALUE \$0.01	NEW YORK STOCK EXCHANGE PARIS STOCK EXCHANGE THE LONDON STOCK EXCHANGE AMSTERDAM STOCK EXCHANGE BRUSSELS STOCK EXCHANGE FRANKFURT STOCK EXCHANGE SWISS STOCK EXCHANGE TOKYO STOCK EXCHANGE

Securities registered pursuant to Section 12 (g) of the Act:

NONE

Indicate by check mark whether Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES	<input checked="" type="checkbox"/>	NO	<input type="checkbox"/>
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Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

As of FEBRUARY 24, 1997, the aggregate market value of the voting stock held by non-affiliates, calculated on the basis of the closing price on the NYSE Composite Tape, was \$25,137,762,086.50.

As of FEBRUARY 24, 1997, Number of Shares of Common Stock Outstanding: 246,738,929.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the following documents have been incorporated herein by reference into the Parts indicated:

DEFINITIVE PROXY STATEMENT FOR THE ANNUAL GENERAL MEETING OF STOCKHOLDERS TO BE HELD APRIL 9, 1997 ("PROXY STATEMENT") PART III.

(Cover page 2 of 2 pages)

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this 10-K405/A report to be signed on its behalf by the undersigned, thereunto duly authorized.

SCHLUMBERGER LIMITED

Date: May 2, 1997

By : /s/ Arthur Lindenauer

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Arthur Lindenauer  
Executive Vice President -  
Finance; Chief Financial Officer  
and Chief Accounting Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

Name	Title
-----	-----
*	
_____ D. Euan Baird	Director, Chairman, President and Chief Executive Officer
/s/ Arthur Lindenauer	Executive Vice President
----- Arthur Lindenauer	Finance; Chief Financial Officer and Chief Accounting Officer
*	
_____ Don E. Ackerman	Director
*	
_____ Denys Henderson	Director
*	
_____ Andre Levy-Lang	Director
*	
_____ William T. McCormick, Jr.	Director

Name

Title

-----  
\*

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Didier Primat

Director

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Sven Ullring

Director

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Nicolas Seydoux

Director

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Linda G. Stuntz

Director

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Eiji Umene

Director

-----  
/s/ David S. Browning

May 2, 1997

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\* By David S. Browning  
Attorney-in-Fact

INDEX TO EXHIBITS	Exhibit	Page
Deed of Incorporation as last amended on May 21, 1987, incorporated by reference to Exhibit 3 to Form 10-K for 1992	3	-
By-Laws as last amended on October 20, 1993, incorporated by reference to Exhibit 3 to Form 10-K for 1993	3	-
Schlumberger 1994 Stock Option Plan, as amended, incorporated by reference to Exhibit 10(a) to Form 10-K for year 1995	10(a)	-
Schlumberger Limited Supplementary Benefit Plan, as amended, on January 1, 1995	10(b)	53
Schlumberger 1989 Stock Incentive Plan, as amended, incorporated by reference to Exhibit 10(c) to Form 10-K for year 1995	10(c)	-
Schlumberger 1979 Stock Incentive Plan, as amended, incorporated by reference to Exhibit 10(c) to Annual Report 10-K filed for year 1992	10(d)	-
Schlumberger 1979 Incentive Stock Option Plan, as amended, incorporated by reference to Exhibit 10(d) to Annual Report 10-K filed for year 1992	10(e)	-
Schlumberger Restoration Savings Plan, incorporated by reference to Exhibit 10(f) to Form 10-K for year 1995	10(f)	-
Subsidiaries	21	77
Consent of Independent Accountants	23	78
Powers of Attorney dated January 24, 1997:	24	
D. Euan Baird	(a)	79
Don E. Ackerman	(b)	80
Denys Henderson	(c)	81
Andre Levy-Lang	(d)	82
William T. McCormick, Jr.	(e)	83
Didier Primat	(f)	84
Nicolas Seydoux	(g)	85
Linda G. Stuntz	(h)	86
Sven Ullring	(i)	87
Eiji Umene	(j)	88
Additional Exhibits:		
Financial Data Schedule	27	90
Form S-8 Undertakings	99	89



THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM FORM 10-K  
AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

1,000

YEAR		
	DEC-31-1996	
	JAN-01-1996	
	DEC-31-1996	
		1,358,948
		0
		2,319,072
		(58,981)
		938,974
		5,042,617
		9,577,749
		(6,219,168)
		10,325,051
	3,474,410	0
	0	0
		818,803
		4,807,577
10,325,051		2,428,409
		9,025,665
		1,704,462
		6,835,444
		1,442,395
		27,036
		72,020
		7,998,505
		(175,677)
	8,174,182	0
		0
		0
		8,174,182
		3.47
		3.47