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NATIONAL OILWELL INC
Form 8-K
August 21, 2003

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report: August 21, 2003
(Date of earliest event reported)

NATIONAL-OILWELL, INC.

(Exact name of registrant as specified in its charter)

FILE NO. 1-12317
(Commission File Number)

DELAWARE
(State of incorporation)

76-0475815
(I.R.S. Employer
Identification Number)

10000 RICHMOND AVENUE
HOUSTON, TEXAS
(Address of principal
executive offices)

77042-4200
(Zip Code)

Registrant's telephone, including area code: (713) 346-7500

ITEM 7. FINANCIAL STATEMENT AND EXHIBITS

(a) Financial statements of business acquired

Not applicable

(b) Pro forma financial information

Not applicable

(c) Exhibits

99.1 Notice to Directors and Executive Officers of National-Oilwell,
Inc., dated August 21, 2003.

ITEM 11. TEMPORARY SUSPENSION OF TRADING UNDER REGISTRANT'S EMPLOYEE BENEFIT

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PLANS

On August 19, 2003 National-Oilwell, Inc. (the "Company") received notice from the National-Oilwell, L.P. Benefit Plan Administrative Committee regarding a blackout period, as defined by Rule 100(b) of Regulation BTR. The notice required by Rule 104 of Regulation BTR was provided to directors and executive officers by the Company on August 21, 2003 and is attached hereto as Exhibit 99.1. The foregoing description is qualified by reference to such exhibit.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

NATIONAL-OILWELL, INC.

Date: August 21, 2003

/s/ Steven W. Krablin

Steven W. Krablin

Senior Vice President and Chief Financial Officer

EXHIBIT INDEX

EXHIBIT NO. -----	DESCRIPTION -----
99.1	Notice to Directors and Executive Officers of National-Oilwell, Inc. dated August 21, 2003.