NOW Inc. Form 4 February 23, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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OMB APPROVAL

3235-0287

January 31,

OMB

Number:

Expires:

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

WORKMAN ROBERT R			2. Issuer Name and Ticker or Trading Symbol NOW Inc. [DNOW]						5. Relationship of Reporting Person(s) to Issuer		
(Last) 7402 NORT	(First) (I	Middle)	3. Date of (Month/Da 02/19/20	ny/Year)	Tra	nsaction			_X_ Director _X_ Officer (giv	e titleOth	6 Owner
PARKWAY	7								below)	below) sident and CEO	
			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
HOUSTON,	, TX 77041								Form filed by l Person	More than One Re	eporting
(City)	(State)	(Zip)	Table	I - Non	-De	erivative So	ecurit	ies Acq	uired, Disposed o	f, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution		3. Transac Code (Instr. 8		4. Securiti n(A) or Dis (D) (Instr. 3, 4	posed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/19/2016			Code A	V	Amount 67,411	(D) A	Price \$ 0	(Instr. 3 and 4) 455,724	D	
Common Stock									23,080.44 (1)	I	By 401(K) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisab	le and	7. Title and A
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying S
Security	or Exercise		any	Code	Securities	(Month/Day/Year	•)	(Instr. 3 and
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or			
	Derivative				Disposed of (D)			
	Security				(Instr. 3, 4, and			
					5)			
						Date Exercisable	Expiration Date	Title
				Code V	(A) (D)			
				Coue v	(A) (D)			
Non-Qualified								C
Stock Option	\$ 13.71	02/19/2016		A	181,913	02/19/2017(2)	02/19/2023	Common
(Right to Buy)	Ψ 13.71	02,17,2010			101,515	02,17,2017_	02,17/2025	Stock
(Night to Duy)								

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

WORKMAN ROBERT R

7402 NORTH ELDRIDGE PARKWAY X President and CEO

HOUSTON, TX 77041

Signatures

Raymond Chang, attorney 02/22/2016 in fact

**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).
- (1) The information in this report is based on the Reporting Person's holdings in his 401(K) plan as reported by the Issuer.
- (2) Options vest in three (3) equal installments commencing on the date indicated.

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.

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