

SCHLUMBERGER LTD /NV/
Form 8-K
April 11, 2012

UNITED STATES
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 (Date of earliest event reported): April 11, 2012

SCHLUMBERGER N.V. (SCHLUMBERGER LIMITED)

(Exact name of registrant as specified in its charter)

Curaçao
(State or other jurisdiction
of incorporation)

1-4601
(Commission
File Number)

52-0684746
(IRS Employer
Identification No.)

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42, rue Saint-Dominique, Paris, France 75007

5599 San Felipe, 17th Floor, Houston, Texas 77056

Parkstraat 83, The Hague, The Netherlands 2514 JG

(Addresses of principal executive offices and zip or postal codes)

Registrant's telephone number in the United States, including area code: (713) 375-3400

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

The 2012 Annual General Meeting of Stockholders (the Annual Meeting) of Schlumberger Limited (Schlumberger N.V.), a Curaçao corporation (Schlumberger), was held on April 11, 2012. At the Annual Meeting, the stockholders of Schlumberger:

Item 1 elected all 12 director nominees;

Item 2 approved, on an advisory basis, Schlumberger s executive compensation;

Item 3 approved Schlumberger s Consolidated Balance Sheet as at December 31, 2011, its Consolidated Statement of Income for the year ended December 31, 2011, and the declarations of dividends by the Board of Directors in 2011 as reflected in Schlumberger s 2011 Annual Report to Stockholders; and

Item 4 approved the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm to audit the accounts of Schlumberger for 2012; and

Item 5 approved amendments to the Schlumberger 2004 Stock and Deferral Plan for Non-Employee Directors to increase the number of shares available for issuance, and to make certain technical changes.

The proposals are described in detail in Schlumberger s definitive proxy statement for the Annual Meeting, which was filed with the SEC on March 1, 2012 (the Definitive Proxy Statement).

The results are as follows:

Item 1 Election of Directors

All director nominees were elected at the Annual Meeting.

| | For | Against | Abstain | Broker Non-votes |
|---------------------|-------------|----------------|----------------|-------------------------|
| Peter L.S. Currie | 957,679,013 | 2,305,319 | 5,297,878 | 111,678,378 |
| Tony Isaac | 892,394,134 | 66,043,557 | 6,844,519 | 111,678,378 |
| K. Vaman Kamath | 958,682,551 | 1,304,396 | 5,295,263 | 111,678,378 |
| Paal Kibsgaard | 963,445,870 | 1,012,617 | 823,723 | 111,678,378 |
| Nikolay Kudryavtsev | 958,720,729 | 1,270,708 | 5,290,773 | 111,678,378 |
| Adrian Lajous | 953,911,489 | 5,460,690 | 5,910,031 | 111,678,378 |
| Michael E. Marks | 954,723,132 | 5,276,166 | 5,282,912 | 111,678,378 |
| Elizabeth A. Moler | 956,370,374 | 3,662,295 | 5,249,541 | 111,678,378 |
| Lubna S. Olayan | 952,520,788 | 7,452,415 | 5,309,007 | 111,678,378 |
| Leo Rafael Reif | 957,650,064 | 2,327,616 | 5,304,530 | 111,678,378 |
| Tore I. Sandvold | 957,768,952 | 2,209,154 | 5,304,104 | 111,678,378 |
| Henri Seydoux | 954,887,275 | 930,570 | 9,464,365 | 111,678,378 |

Item 2 Advisory Resolution to Approve Executive Compensation

The advisory resolution to approve Schlumberger s executive compensation, as described in the Definitive Proxy Statement, was approved with approximately 98.32% of the votes cast at the Annual Meeting voting in favor of the advisory resolution.

| For | Against | Abstain | Broker Non-votes |
|-------------|----------------|----------------|-------------------------|
| 923,175,613 | 15,775,188 | 26,331,409 | 111,678,378 |

Item 3 Financial Statements and Dividends

The proposal to approve Schlumberger's Consolidated Balance Sheet as at December 31, 2011, its Consolidated Statement of Income for the year ended December 31, 2011, and the declarations of dividends by the Board of Directors in 2011 as reflected in Schlumberger's 2011 Annual Report to Stockholders, as described in the Definitive Proxy Statement, was approved with approximately 99.80% of the votes cast at the Annual Meeting voting for the proposal.

| For | Against | Abstain | Broker Non-votes |
|---------------|----------------|----------------|-------------------------|
| 1,069,755,886 | 2,185,094 | 5,019,608 | 0 |

Item 4 Independent Registered Public Accounting Firm

The proposal to approve the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm to audit the accounts of Schlumberger for 2012, as described in the Definitive Proxy Statement, was approved with approximately 98.97% of the votes cast at the Annual Meeting voting for the proposal.

| For | Against | Abstain | Broker Non-votes |
|---------------|----------------|----------------|-------------------------|
| 1,062,832,568 | 11,056,884 | 3,071,136 | 0 |

Item 5 Amendments to 2004 Stock and Deferral Plan for Non-Employee Directors

The proposal to approve amendments to the Schlumberger 2004 Stock and Deferral Plan for Non-Employee Directors to increase the number of shares available for issuance, and to make certain technical changes, as described in the Definitive Proxy Statement, was approved with approximately 93.44% of the votes cast at the Annual Meeting voting for the proposal.

| For | Against | Abstain | Broker Non-votes |
|-------------|----------------|----------------|-------------------------|
| 882,843,642 | 61,945,141 | 20,493,427 | 111,678,378 |

Item 9.01 Financial Statements and Exhibits.
(d) Exhibits

The following is filed as an exhibit to this report:

- 10 Schlumberger 2004 Stock and Deferral Plan for Non-Employee Directors, as amended and restated effective January 19, 2012.

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 hereunto duly authorized.

SCHLUMBERGER N.V.
(SCHLUMBERGER LIMITED)

By: /s/ Howard Guild
Howard Guild
Chief Accounting Officer

Date: April 11, 2012