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SCHLUMBERGER LTD /NY/  
Form 8-K  
May 21, 2002

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): May 21, 2002

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

|   |                                    |  |
|---|------------------------------------|--|
| Netherlands Antilles<br>(State or other jurisdiction<br>of incorporation) | 1-4601<br>(Commission File Number) | 52-0684746<br>(IRS Employer<br>Identification No.) |
|---|------------------------------------|--|

153 East 53rd Street, 57th Floor  
New York, New York

10022-4624

42, rue Saint-Dominique  
Paris, France

75007

Parkstraat 83,  
The Hague,  
The Netherlands

2514 JG

(Addresses of principal executive offices)

(Zip or Postal Codes)

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

Item 5. OTHER EVENTS

Attached hereto as Exhibit 99.1 and incorporated by reference herein is a press release dated May 21, 2002 announcing the filing with the Securities and Exchange Commission of a registration statement by NPTest, Inc., an indirect, wholly owned subsidiary of Schlumberger Limited, for a proposed initial public offering of shares of NPTest's common stock.

Item 7. FINANCIAL STATEMENTS AND EXHIBITS

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(c ) Exhibits

99.1 Press release regarding filing of registration statement  
by NPTest, Inc.

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/ Frank A. Sorgie

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Frank A. Sorgie  
Chief Accounting Officer

Date: May 21, 2002