

NOBLE ENERGY INC
Form 4
May 20, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Brown Ted D

(Last) (First) (Middle)

100 GLENBOROUGH DRIVE,
SUITE 100

(Street)

HOUSTON, TX 77067

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NOBLE ENERGY INC [NBL]

3. Date of Earliest Transaction
(Month/Day/Year)
05/16/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

Sr. VP Northern Region

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Noble Energy, Inc. Common Stock	05/16/2008		M		10,000 A \$ 32.05	54,362	D
Noble Energy, Inc. Common Stock	05/16/2008		S		800 D \$ 99.46	53,562	D
Noble Energy,	05/16/2008		S		6 D \$ 99.52	53,556	D

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Inc. Common Stock								
Noble Energy, Inc. Common Stock	05/16/2008	S	400	D	\$ 99.54	53,156	D	
Noble Energy, Inc. Common Stock	05/16/2008	S	300	D	\$ 99.55	52,856	D	
Noble Energy, Inc. Common Stock	05/16/2008	S	900	D	\$ 99.56	51,956	D	
Noble Energy, Inc. Common Stock	05/16/2008	S	300	D	\$ 99.57	51,656	D	
Noble Energy, Inc. Common Stock	05/16/2008	S	31	D	\$ 99.59	51,625	D	
Noble Energy, Inc. Common Stock	05/16/2008	S	100	D	\$ 99.6	51,525	D	
Noble Energy, Inc. Common Stock	05/16/2008	S	1,100	D	\$ 99.64	50,425	D	
Noble Energy, Inc. Common Stock	05/16/2008	S	550	D	\$ 99.66	49,875	D	
Noble Energy, Inc.	05/16/2008	S	294	D	\$ 99.67	49,581	D	

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Common Stock							
Noble Energy, Inc. Common Stock	05/16/2008	S	400	D	\$ 99.68	49,181	D
Noble Energy, Inc. Common Stock	05/16/2008	S	1,450	D	\$ 99.7	47,731	D
Noble Energy, Inc. Common Stock	05/16/2008	S	400	D	\$ 99.72	47,331	D
Noble Energy, Inc. Common Stock	05/16/2008	S	800	D	\$ 99.74	46,531	D
Noble Energy, Inc. Common Stock	05/16/2008	S	700	D	\$ 99.75	45,831	D
Noble Energy, Inc. Common Stock	05/16/2008	S	200	D	\$ 99.76	45,631	D
Noble Energy, Inc. Common Stock	05/16/2008	S	561	D	\$ 99.77	45,070	D
Noble Energy, Inc. Common Stock	05/16/2008	S	208	D	\$ 99.78	44,862	D
Noble Energy, Inc. Common	05/16/2008	S	300	D	\$ 99.79	44,562	D

Stock

Noble Energy, Inc. Common Stock

05/16/2008 S 200 D \$ 99.8 44,362 D

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option Grant (right to buy)	\$ 32.05	05/16/2008		M	10,000	05/16/2005 02/22/2010	Noble Energy, Inc. Common Stock 47,860

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Brown Ted D
100 GLENBOROUGH DRIVE, SUITE 100
HOUSTON, TX 77067

Sr. VP Northern Region

Signatures

Arnold J. Johnson,
Attorney-in-Fact 05/20/2008

**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).

Remarks:

Column 5 of Table 1 includes 25,024 restricted shares of Noble Energy, Inc. Common Stock.

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