#### NOBLE ENERGY INC

Form 4 May 20, 2008

# FORM 4

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

OMB 3235-0287 Number:

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

Form 4 or Form 5 obligations

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

Estimated average burden hours per response... 0.5

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Add CUNNINGHA	•	_	2. Issuer Name <b>and</b> Ticker or Trading Symbol NOBLE ENERGY INC [NBL]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)
			(Month/Day/Year)	Director 10% Owner
100 GLENBO	OROUGH D	RIVE,	05/19/2008	Officer (give title Other (specify below)
SUITE 100				Sr. VP Exploration
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check
			Filed(Month/Day/Year)	Applicable Line)
HOUSTON,	ГХ 77067			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	ly 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. Securit omr Dispos (Instr. 3,	ed of		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 Indirect Beneficial Ownership (Instr. 4)
Noble Energy, Inc. Common Stock	05/19/2008		Code V	Amount 20,000	(D)	Price \$ 20.93		D	
Noble Energy, Inc. Common Stock	05/19/2008		S	100	D	\$ 102.31	56,541	D	
Noble Energy,	05/19/2008		S	350	D	\$ 102.32	56,191	D	

Inc. Common Stock							
Noble Energy, Inc. Common Stock	05/19/2008	S	3,000	D	\$ 102.35	53,191	D
Noble Energy, Inc. Common Stock	05/19/2008	S	500	D	\$ 102.36	52,691	D
Noble Energy, Inc. Common Stock	05/19/2008	S	200	D	\$ 102.4	52,491	D
Noble Energy, Inc. Common Stock	05/19/2008	S	214	D	\$ 102.41	52,277	D
Noble Energy, Inc. Common Stock	05/19/2008	S	100	D	\$ 102.42	52,177	D
Noble Energy, Inc. Common Stock	05/19/2008	S	300	D	\$ 102.44	51,877	D
Noble Energy, Inc. Common Stock	05/19/2008	S	800	D	\$ 102.45	51,077	D
Noble Energy, Inc. Common Stock	05/19/2008	S	1,100	D	\$ 102.46	49,977	D
Noble Energy, Inc.	05/19/2008	S	1,600	D	\$ 102.47	48,377	D

Common Stock							
Noble Energy, Inc. Common Stock	05/19/2008	S	3,750	D	\$ 102.48	44,627	D
Noble Energy, Inc. Common Stock	05/19/2008	S	900	D	\$ 102.49	43,727	D
Noble Energy, Inc. Common Stock	05/19/2008	S	400	D	\$ 102.5	43,327	D
Noble Energy, Inc. Common Stock	05/19/2008	S	100	D	\$ 102.53	43,227	D
Noble Energy, Inc. Common Stock	05/19/2008	S	950	D	\$ 102.54	42,277	D
Noble Energy, Inc. Common Stock	05/19/2008	S	200	D	\$ 102.6	42,077	D
Noble Energy, Inc. Common Stock	05/19/2008	S	600	D	\$ 102.61	41,477	D
Noble Energy, Inc. Common Stock	05/19/2008	S	400	D	\$ 102.62	41,077	D
Noble Energy, Inc. Common	05/19/2008	S	400	D	\$ 102.63	40,677	D

Stock					
Noble Energy, Inc. Common Stock	05/19/2008	S	650	D	\$ 40,027 D
Noble Energy, Inc. Common Stock	05/19/2008	S	150	D	\$ 39,877 D
Noble Energy, Inc. Common Stock	05/19/2008	S	200	D	\$ 39,677 D
Noble Energy, Inc. Common Stock	05/19/2008	S	16	D	\$ 39,661 D
Noble Energy, Inc. Common Stock	05/19/2008	S	200	D	\$ 39,461 D
Noble Energy, Inc. Common Stock	05/19/2008	S	451	D	\$ 39,010 D
Noble Energy, Inc. Common Stock	05/19/2008	S	851	D	\$ 102.78 38,159 D
Noble Energy, Inc. Common Stock	05/19/2008	S	148	D	\$ 102.79 38,011 D
Noble Energy, Inc. Common Stock	05/19/2008	S	100	D	\$ 102.8 37,911 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	6. Date Exerci Expiration Dat (Month/Day/Y	te	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option Grant (right to	\$ 20.93	05/19/2008		M	20,000	04/23/2002	04/23/2011	Noble Energy, Inc. Common Stock	40,000

### **Reporting Owners**

Reporting Owner Name / Address	Keiauonsnips
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Director 10% Owner Officer Other

CUNNINGHAM SUSAN M 100 GLENBOROUGH DRIVE, SUITE 100 HOUSTON, TX 77067

Sr. VP Exploration

### **Signatures**

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

\*\*Signature of Reporting Person Da

# **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 the last row of Table 1 includes 27,218 restricted shares of Noble Energy, Inc. Common Stock. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Reporting Owners 5

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