EDELMAN THOMAS J

Form 4

March 12, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average

OMB APPROVAL

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

EDELMAN THOMAS J (Last) (First) (Middle)			Symbol NOBLE ENERGY INC [NBL]				Is	Issuer (Charle all applicable)			
			3 Date o	of Farliest T	Fransaction			(Check all applicable)			
	, ,	BOROUGH DRI			Day/Year)	Transaction		be	Director Officer (give ti		Owner or (specify
	HOUSTON	(Street) J, TX 77067			endment, E onth/Day/Ye	Oate Original ar)		A _2 —	. Individual or Join pplicable Line) X_ Form filed by On Form filed by Morerson	ne Reporting Per	rson
	(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative S	Securi		red, Disposed of,	or Beneficial	ly Owned
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any (Month/D	ed Date, if	3.	4. Securities of Dispose (Instr. 3, 4) Amount	es Acq d of (I	uired (A)	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								1,100,000	I	Deferred Comp. Plans
	Noble Energy, Inc. Common Stock	03/10/2009			M	200,000	A	\$ 21.485	1,167,824	D	
	Noble Energy,	03/10/2009			S	5,000	D	\$ 44.98	1,162,824	D	

Inc. Common Stock							
Noble Energy, Inc. Common Stock	03/10/2009	S	15,229	D	\$ 45	1,147,595	D
Noble Energy, Inc. Common Stock	03/10/2009	S	855	D	\$ 45.01	1,146,740	D
Noble Energy, Inc. Common Stock	03/10/2009	S	1,316	D	\$ 45.02	1,145,424	D
Noble Energy, Inc. Common Stock	03/10/2009	S	900	D	\$ 45.03	1,144,524	D
Noble Energy, Inc. Common Stock	03/10/2009	S	2,303	D	\$ 45.04	1,142,221	D
Noble Energy, Inc. Common Stock	03/10/2009	S	6,597	D	\$ 45.05	1,135,624	D
Noble Energy, Inc. Common Stock	03/10/2009	S	1,100	D	\$ 45.06	1,134,524	D
Noble Energy, Inc. Common Stock	03/10/2009	S	1,400	D	\$ 45.07	1,133,124	D
Noble Energy, Inc.	03/10/2009	S	300	D	\$ 45.08	1,132,824	D

Common Stock							
Noble Energy, Inc. Common Stock	03/10/2009	S	1,400	D	\$ 45.09	1,131,424	D
Noble Energy, Inc. Common Stock	03/10/2009	S	10,426	D	\$ 45.1	1,120,998	D
Noble Energy, Inc. Common Stock	03/10/2009	S	3,666	D	\$ 45.11	1,117,332	D
Noble Energy, Inc. Common Stock	03/10/2009	S	3,200	D	\$ 45.12	1,114,132	D
Noble Energy, Inc. Common Stock	03/10/2009	S	1,000	D	\$ 45.13	1,113,132	D
Noble Energy, Inc. Common Stock	03/10/2009	S	200	D	\$ 45.14	1,112,932	D
Noble Energy, Inc. Common Stock	03/10/2009	S	14,900	D	\$ 45.15	1,098,032	D
Noble Energy, Inc. Common Stock	03/10/2009	S	1,869	D	\$ 45.16	1,096,163	D
Noble Energy, Inc. Common	03/10/2009	S	800	D	\$ 45.17	1,095,363	D

Stock							
Noble Energy, Inc. Common Stock	03/10/2009	S	1,900	D	\$ 45.18	1,093,463	D
Noble Energy, Inc. Common Stock	03/10/2009	S	200	D	\$ 45.19	1,093,263	D
Noble Energy, Inc. Common Stock	03/10/2009	S	25,100	D	\$ 45.2	1,068,163	D
Noble Energy, Inc. Common Stock	03/10/2009	S	1,100	D	\$ 45.21	1,067,063	D
Noble Energy, Inc. Common Stock	03/10/2009	S	4,139	D	\$ 45.22	1,062,924	D
Noble Energy, Inc. Common Stock	03/10/2009	S	400	D	\$ 45.23	1,062,524	D
Noble Energy, Inc. Common Stock	03/10/2009	S	22,100	D	\$ 45.25	1,040,424	D
Noble Energy, Inc. Common Stock	03/10/2009	S	1,700	D	\$ 45.26	1,038,724	D
Noble Energy, Inc. Common Stock	03/10/2009	S	300	D	\$ 45.27	1,038,424	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. Transacti Code (Instr. 8)	e Securities		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	Amoun Numbe Shares
Employee Stock Option Grant (right to buy)	\$ 21.485	03/10/2009		M		200,000	05/16/2005	03/22/2009	Noble Energy, Inc. Common Stock	200,0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

EDELMAN THOMAS J 100 GLENBOROUGH DRIVE, SUITE 100 HOUSTON, TX 77067

Signatures

Arnold J. Johnson, Attorney-in-Fact

**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 Table 1 includes 1,559 restricted shares of Noble Energy, Inc. Common Stock directly held by the reporting personal 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.

Reporting Owners 5