

Brown Ted D
Form 4
June 08, 2009

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)
06/05/2009

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)	(A) or (D)	5. Amount or Price	6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Noble Energy, Inc. Common Stock	06/05/2009		M	10,000	A	\$ 32.05	66,726	D
Noble Energy, Inc. Common Stock	06/05/2009		S	800	D	\$ 63.62	65,926	D
Noble Energy,	06/05/2009		S	400	D	\$ 63.63	65,526	D

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Inc. Common Stock							
Noble Energy, Inc. Common Stock	06/05/2009	S	700	D	\$ 63.67	64,826	D
Noble Energy, Inc. Common Stock	06/05/2009	S	1,400	D	\$ 63.68	63,426	D
Noble Energy, Inc. Common Stock	06/05/2009	S	400	D	\$ 63.71	63,026	D
Noble Energy, Inc. Common Stock	06/05/2009	S	600	D	\$ 63.72	62,426	D
Noble Energy, Inc. Common Stock	06/05/2009	S	300	D	\$ 63.73	62,126	D
Noble Energy, Inc. Common Stock	06/05/2009	S	400	D	\$ 63.76	61,726	D
Noble Energy, Inc. Common Stock	06/05/2009	S	1,700	D	\$ 63.79	60,026	D
Noble Energy, Inc. Common Stock	06/05/2009	S	200	D	\$ 63.8	59,826	D
Noble Energy, Inc.	06/05/2009	S	300	D	\$ 63.81	59,526	D

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Common Stock							
Noble Energy, Inc. Common Stock	06/05/2009	S	1,900	D	\$ 63.83	57,626	D
Noble Energy, Inc. Common Stock	06/05/2009	S	300	D	\$ 63.84	57,326	D
Noble Energy, Inc. Common Stock	06/05/2009	S	100	D	\$ 63.87	57,226	D
Noble Energy, Inc. Common Stock	06/05/2009	S	300	D	\$ 63.88	56,926	D
Noble Energy, Inc. Common Stock	06/05/2009	S	200	D	\$ 63.93	56,726	D

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

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(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. 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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code V	(A) (D)				

Employee
Stock
Option
Grant
(right to
buy)

\$ 32.05

06/05/2009

M

10,000

05/16/2005

02/22/2010

Noble
Energy,
Inc.
Common
Stock

10,000

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

06/08/2009

__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 33,177 restricted shares of Noble Energy, Inc. Common Stock directly held by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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