

Brown Ted D  
Form 4  
June 08, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
100 GLENBOROUGH DRIVE,  
SUITE 100  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/05/2009

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

Sr. VP Northern Region

HOUSTON, TX 77067

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

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

(City) (State) (Zip)

**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	(A) or (D)	Price
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.

**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.**

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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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