

NOBLE ENERGY INC

Form 4

June 01, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MCELVANY JAMES L

(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)  
05/27/2005

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 \_\_\_\_ Other (specify  
below) below)

Retired Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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 Indirect Beneficial Ownership (Instr. 4)
Noble Energy, Inc., Common Stock	05/27/2005		M	2,634 A \$ 24.25	27,759	D	
Noble Energy, Inc., Common Stock	05/27/2005		M	4,461 A \$ 40.375	32,220	D	
Noble Energy,	05/27/2005		M	12,540 A \$ 39.875	44,760	D	

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Inc.,  
Common  
Stock

Noble  
Energy,  
Inc.,  
Common  
Stock

05/27/2005

M

12,540 A

\$ 35.938 57,300

D

Noble  
Energy,  
Inc.,  
Common  
Stock

05/27/2005

M

15,048 A

\$  
20.0625 72,348

D

Noble  
Energy,  
Inc.,  
Common  
Stock

05/27/2005

M

14,175 A

\$  
20.0625 86,523

D

Noble  
Energy,  
Inc.,  
Common  
Stock

05/27/2005

M

14,175 A

\$ 30.875 100,698

D

Noble  
Energy,  
Inc.,  
Common  
Stock

05/27/2005

M

25,000 A

\$ 43.21 125,698

D

Noble  
Energy,  
Inc.,  
Common  
Stock

05/27/2005

M

27,000 A

\$ 32.54 152,698

D

Noble  
Energy,  
Inc.,  
Common  
Stock

05/27/2005

M

16,667 A

\$ 35.365 169,365

D

Noble  
Energy,  
Inc.,  
Common  
Stock

05/27/2005

M

2,707 A

\$ 44.465 172,072

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**

SEC 1474  
(9-02)

required to respond unless the form  
displays a currently valid OMB control  
number.

**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)	\$ 24.25	05/27/2005		M	2,634	07/25/1996	07/25/2005	Noble Energy, Inc., Common Stock	2,634
Employee Stock Option Grant (right to buy)	\$ 40.375	05/27/2005		M	4,461	09/24/1997	09/24/2006	Noble Energy, Inc., Common Stock	4,461
Employee Stock Option Grant (right to buy)	\$ 39.875	05/27/2005		M	12,540	07/21/1998	07/20/2007	Noble Energy, Inc., Common Stock	12,540
Employee Stock Option Grant (right to buy)	\$ 35.938	05/27/2005		M	12,540	02/02/1999	02/01/2008	Noble Energy, Inc., Common Stock	12,540
Employee Stock Option Grant (right to buy)	\$ 20.0625	05/27/2005		M	15,048	02/01/2000	02/01/2009	Noble Energy, Inc., Common Stock	15,048
	\$ 20.0625	05/27/2005		M	14,175	01/31/2001	01/31/2010		14,175

Employee Stock Option Grant (right to buy)									Noble Energy, Inc., Common Stock	
Employee Stock Option Grant (right to buy)	\$ 30.875	05/27/2005	M	14,175	07/24/2001	07/24/2010			Noble Energy, Inc., Common Stock	14,175
Employee Stock Option Grant (right to buy)	\$ 43.21	05/27/2005	M	25,000	01/29/2002	01/29/2011			Noble Energy, Inc., Common Stock	25,000
Employee Stock Option Grant (right to buy)	\$ 32.54	05/27/2005	M	27,000	02/01/2003	02/01/2012			Noble Energy, Inc., Common Stock	27,000
Employee Stock Option Grant (right to buy)	\$ 35.365	05/27/2005	M	16,667	02/01/2004	02/01/2013			Noble Energy, Inc., Common Stock	16,667
Employee Stock Option Grant (right to buy)	\$ 44.465	05/27/2005	M	2,707	02/01/2005	02/01/2014			Noble Energy, Inc., Common Stock	2,707

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCELVANY JAMES L 100 GLENBOROUGH DRIVE, SUITE 100 HOUSTON, TX 77067				Retired Officer

## Signatures

James L. McElvany

06/01/2005

**\*\*Signature of Reporting  
Person**

Date \_\_\_\_\_

Arnold J. Johnson,  
POA

06/01/2005

**\*\*Signature of Reporting  
Person**

Date \_\_\_\_\_

Charles D.  
Davidson, POA

06/01/2005

**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:**

Each amount listed in Column 5. of Table I includes 3681 restricted shares of 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.

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