

SMITH BRUCE A  
Form 4  
July 24, 2008

**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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SMITH BRUCE A

(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)  
07/23/2008

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)  
ex-Director

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	07/23/2008		M	10,000 A	\$ 17.85 10,000	D	
Noble Energy, Inc. Common Stock	07/23/2008		M	10,000 A	\$ 22.1 20,000	D	
Noble Energy,	07/23/2008		S	300 D	\$ 76.94 19,700	D	

Inc. Common Stock							
Noble Energy, Inc. Common Stock	07/23/2008	S	100	D	\$ 76.92	19,600	D
Noble Energy, Inc. Common Stock	07/23/2008	S	300	D	\$ 76.91	19,300	D
Noble Energy, Inc. Common Stock	07/23/2008	S	100	D	\$ 76.9	19,200	D
Noble Energy, Inc. Common Stock	07/23/2008	S	700	D	\$ 76.89	18,500	D
Noble Energy, Inc. Common Stock	07/23/2008	S	700	D	\$ 76.86	17,800	D
Noble Energy, Inc. Common Stock	07/23/2008	S	600	D	\$ 76.85	17,200	D
Noble Energy, Inc. Common Stock	07/23/2008	S	600	D	\$ 76.84	16,600	D
Noble Energy, Inc. Common Stock	07/23/2008	S	800	D	\$ 76.83	15,800	D
Noble Energy, Inc.	07/23/2008	S	700	D	\$ 76.82	15,100	D

Common Stock								
Noble Energy, Inc. Common Stock	07/23/2008	S	800	D	\$ 76.77	14,300	D	
Noble Energy, Inc. Common Stock	07/23/2008	S	100	D	\$ 76.75	14,200	D	
Noble Energy, Inc. Common Stock	07/23/2008	S	1,913	D	\$ 76.74	12,287	D	
Noble Energy, Inc. Common Stock	07/23/2008	S	500	D	\$ 76.73	11,787	D	
Noble Energy, Inc. Common Stock	07/23/2008	S	2,200	D	\$ 76.71	9,587	D	
Noble Energy, Inc. Common Stock	07/23/2008	S	187	D	\$ 76.7	9,400	D	
Noble Energy, Inc. Common Stock	07/23/2008	S	4,200	D	\$ 76.69	5,200	D	
Noble Energy, Inc. Common Stock	07/23/2008	S	4,200	D	\$ 76.68	1,000	D	
Noble Energy, Inc. Common	07/23/2008	S	1,000	D	\$ 76.67	0	D	

Stock

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Employee Director Stock Option Grant (right to buy)	\$ 17.85	07/23/2008		M		10,000		02/01/2004	02/01/2013	Noble Energy, Inc. Common Stock	10,000
Non-Employee Director Stock Option Grant (right to buy)	\$ 22.1	07/23/2008		M		10,000		02/01/2005	02/01/2014	Noble Energy, Inc. Common Stock	10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH BRUCE A 100 GLENBOROUGH DRIVE, SUITE 100 HOUSTON, TX 77067				ex-Director

## Signatures

Arnold J. Johnson,  
Attorney-in-Fact 07/24/2008

\_\_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:

Mr. Smith resigned from the Board of Directors on February 1, 2008 and is no longer subject to Section 16.

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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