

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
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(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 Ownership Indirect Beneficial (Instr. 4)
Noble Energy, Inc., Common Stock	05/27/2005		S	10,000	D \$ 73.1	162,072	D
Noble Energy, Inc., Common Stock	05/27/2005		S	25,000	D \$ 73.11	137,072	D
Noble Energy,	05/27/2005		S	2,000	D \$ 73.13	135,072	D

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Inc., Common Stock							
Noble Energy, Inc., Common Stock	05/27/2005	S	5,000	D	\$ 73.14	130,072	D
Noble Energy, Inc., Common Stock	05/27/2005	S	26,600	D	\$ 73.15	103,472	D
Noble Energy, Inc., Common Stock	05/27/2005	S	24,744	D	\$ 76.16	78,728	D
Noble Energy, Inc., Common Stock	05/27/2005	S	2,000	D	\$ 73.17	76,728	D
Noble Energy, Inc., Common Stock	05/27/2005	S	8,000	D	\$ 73.18	68,728	D
Noble Energy, Inc., Common Stock	05/27/2005	S	12,000	D	\$ 73.2	56,728	D
Noble Energy, Inc., Common Stock	05/27/2005	S	7,000	D	\$ 73.24	49,728	D
Noble Energy, Inc., Common Stock	05/27/2005	S	13,000	D	\$ 73.25	36,728	D
Noble Energy, Inc.,	05/27/2005	S	11,000	D	\$ 73.3	25,728	D

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Common Stock							
Noble Energy, Inc., Common Stock	05/27/2005	S	1,000	D	\$ 73.32	24,728	D
Noble Energy, Inc., Common Stock	05/27/2005	S	3,000	D	\$ 73.33	21,728	D
Noble Energy, Inc., Common Stock	05/27/2005	S	2,047	D	\$ 73.35	19,681	D
Noble Energy, Inc., Common Stock	05/27/2005	S	10,000	D	\$ 73.36	9,681	D
Noble Energy, Inc., Common Stock	05/27/2005	S	100	D	\$ 73.39	9,581	D
Noble Energy, Inc., Common Stock	05/27/2005	S	1,800	D	\$ 73.4	7,781	D
Noble Energy, Inc., Common Stock	05/27/2005	S	100	D	\$ 73.41	7,681	D
Noble Energy, Inc., Common Stock	05/27/2005	S	1,100	D	\$ 73.42	6,581	D
Noble Energy, Inc., Common	05/27/2005	S	200	D	\$ 73.43	6,381	D

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Stock

Noble Energy, Inc., Common Stock	05/27/2005	S	123	D	\$ 73.26	923	I	held by sons
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Noble Energy, Inc., Common Stock	05/27/2005	S	400	D	\$ 73.27	523	I	held by sons
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Noble Energy, Inc., Common Stock	05/27/2005	S	523	D	\$ 73.28	0	I	held by sons
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Noble Energy, Inc., Common Stock	05/27/2005	J	0 ⁽¹⁾	D	\$ 0	6,452	I	401(k)
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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. 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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 Date
Person

Arnold J. Johnson,
POA 06/01/2005

__Signature of Reporting Date
Person

Charles D.
Davidson, POA 06/01/2005

__Signature of Reporting Date
Person

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).

(1) See remarks for description of price and share calculations.

Remarks:

The transactions reported on this Form 4 include the disposition of 146947 shares of common stock which were acquired by M

Each amount listed in Column 5. of Table I that is Directly held by Mr. McElvany includes 3681 restricted shares of common

Holdings under the Company's 401(k) Plan are reported in units by the plan administrator. The units represent shares of Comp

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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