

Willingham Gary W.  
Form 3  
May 03, 2013

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 \*

Willingham Gary W.

(Last) (First) (Middle)

100 GLENBOROUGH DRIVE,  
SUITE 100

(Street)

HOUSTON, TX 77067

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

04/23/2013

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☐ Officer ☐ Other  
(give title below) (specify below)  
Sr. VP Onshore US

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

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 Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities Beneficially Owned  
(Instr. 4)

3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)

4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Noble Energy, Inc. Common Stock

5

I

401(k)

Noble Energy, Inc. Common Stock

25,071

D

Â

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

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and Expiration Date  
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option Grant (right to buy)	02/01/2006	02/01/2015	Noble Energy, Inc. Common Stock	4,224	\$ 29.87	D	Â
Employee Stock Option Grant (right to buy)	02/01/2007	02/01/2016	Noble Energy, Inc. Common Stock	2,992	\$ 45.94	D	Â
Employee Stock Option Grant (right to buy)	02/01/2008	02/01/2017	Noble Energy, Inc. Common Stock	7,979	\$ 53.42	D	Â
Employee Stock Option Grant (right to buy)	01/30/2010	01/30/2019	Noble Energy, Inc. Common Stock	12,323	\$ 50.21	D	Â
Employee Stock Option Grant (right to buy)	02/01/2009	02/01/2018	Noble Energy, Inc. Common Stock	9,662	\$ 72.94	D	Â
Employee Stock Option Grant (right to buy)	02/01/2011	02/01/2020	Noble Energy, Inc. Common Stock	9,202	\$ 75.09	D	Â
Employee Stock Option Grant (right to buy)	02/01/2012	02/01/2021	Noble Energy, Inc. Common Stock	9,509	\$ 90.41	D	Â
Employee Stock Option Grant (right to buy)	02/01/2013	02/01/2022	Noble Energy, Inc. Common Stock	8,697	\$ 101.82	D	Â
Employee Stock Option Grant (right to buy)	02/01/2014	02/01/2023	Noble Energy,	9,713	\$ 109.19	D	Â

Inc.  
Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Willingham Gary W. 100 GLENBOROUGH DRIVE, SUITE 100 HOUSTON, TX 77067			Sr. VP Onshore US	

## Signatures

Aaron G. Carlson,  
Attorney-in-Fact

05/03/2013

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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 2 of Table I includes 10,328 restricted shares of Noble Energy, Inc. Common Stock directl

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