

NOBLE ENERGY INC
Form 4
December 26, 2006

FORM 4

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

OMB APPROVAL

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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 *
COX EDWARD F

(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)
12/21/2006

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 below) _____ Other (specify below)

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 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	12/21/2006		M		10,000	A	\$ 29.74
					39,577		
Noble Energy, Inc., Common Stock	12/21/2006		S		2,000	D	\$ 49.88
					37,577		
Noble Energy, Inc., Common Stock	12/21/2006		S		2,000	D	\$ 49.9
					35,577		

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Inc., Common Stock							
Noble Energy, Inc., Common Stock	12/21/2006	S	1,700	D	\$ 49.92	33,877	D
Noble Energy, Inc., Common Stock	12/21/2006	S	2,300	D	\$ 49.93	31,577	D
Noble Energy, Inc., Common Stock	12/21/2006	S	2,000	D	\$ 49.94	29,577	D
Noble Energy, Inc., Common Stock	12/21/2006	S	600	D	\$ 49.95	28,977	D
Noble Energy, Inc., Common Stock	12/21/2006	S	600	D	\$ 49.97	28,377	D
Noble Energy, Inc., Common Stock	12/21/2006	S	800	D	\$ 49.96	27,577	D
Noble Energy, Inc., Common Stock	12/22/2006	S	2,000	D	\$ 50	25,577	D
Noble Energy, Inc., Common Stock	12/22/2006	S	2,000	D	\$ 49.8	23,577	D
Noble Energy, Inc.,	12/22/2006	S	1,500	D	\$ 49.55	22,077	D

Common
Stock

Noble
Energy,
Inc.,

12/22/2006 S 500 D \$ 49.57 21,577 D
Common
Stock

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

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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 Security (Instr. 3 and 4)
Non-Employee Director Stock Option Grant (right to buy)	\$ 29.74	12/21/2006		M	10,000	02/01/2006 02/01/2015	Noble Energy, Inc., Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

COX EDWARD F
100 GLENBOROUGH DRIVE, SUITE 100
HOUSTON, TX 77067

Signatures

Arnold J. Johnson, POA 12/26/2006

**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 I includes 1,577 restricted shares of Noble Energy, Inc. Common Stock.

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