

BURLESON ROBERT K  
Form 4  
June 17, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BURLESON ROBERT K

(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)  
06/15/2005

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 below) \_\_\_\_\_ Other (specify below)  
Sr. VP Admin, President NEMI

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 or Price		
Noble Energy, Inc., Common Stock	06/15/2005		M		12,540 A \$ 39.875	15,683	D
Noble Energy, Inc., Common Stock	06/15/2005		M		12,540 A \$ 35.938	28,223	D
Noble Energy,	06/15/2005		M		6,667 A \$ 32.54	34,890	D

Inc.,  
Common  
Stock

Noble  
Energy,  
Inc.,  
Common  
Stock

06/15/2005

M

6,667 A

\$  
35.365

41,557

D

Noble  
Energy,  
Inc.,  
Common  
Stock

06/15/2005

S

38,414 D

\$ 77

3,143

D

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 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)	\$ 39.875	06/15/2005		M	12,540	07/21/1998 07/21/2007	Noble Energy, Inc., Common Stock 12,540
Employee Stock Option Grant (right to buy)	\$ 35.938	06/15/2005		M	12,540	02/02/1999 02/01/2008	Noble Energy, Inc., Common Stock 12,540
Employee Stock	\$ 32.54	06/15/2005		M	6,667	02/01/2003 02/01/2012	Noble Energy, 6,667

Option Grant (right to buy)									Inc., Common Stock	
Employee Stock Option Grant (right to buy)	\$ 35.365	06/15/2005	M	6,667	02/01/2004	02/01/2013			Noble Energy, Inc., Common Stock	6,667

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURLESON ROBERT K 100 GLENBOROUGH DRIVE, SUITE 100 HOUSTON, TX 77067			Sr. VP Admin, President NEMI	

## Signatures

Robert K. Burleson                      06/17/2005  
 \*\*Signature of Reporting Person                      Date

Arnold J. Johnson, POA                      06/17/2005  
 \*\*Signature of Reporting Person                      Date

Chris Tong, POA                      06/17/2005  
 \*\*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 3143 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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