Edgar Filing: NOBLE CORP - Form 4

NOBLE CORP Form 4 January 28, 2003

OMB APPROVAL

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### FORM 4

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

O Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

| Name and Address of Reporting Person* | 2. | Issuer Name and Ticker or Trading<br>Symbol                             | 3. | I.R.S. Identification Number of<br>Reporting<br>Person, if an entity (Voluntary) |
|---------------------------------------|----|---|----|--|
| Cawley, Michael A.                    |    | Noble Corporation NYSE- "NE"  |    | 447-48-0185  |
| (Last) (First) (Middle)               |    |   |    |  |
| 415 Woods Lane, P.O. Box 2180         | 4. | Statement for Month/Day/Year  | 5. | If Amendment, Date of Original (Month/Day/Year)                                  |
| (Street)                              | _  | January 24, 2003  |    |  |
|                                       | 6. | Relationship of Reporting Person(s)<br>to Issuer (Check All Applicable) | 7. | Individual or Joint/Group Filing<br>(Check Applicable Line)                      |
| Ardmore, OK 73402                     | _  | X Director O 10% Owner  |    | x Form Filed by One<br>Reporting Person  |
| (City) (State) (Zip)                  |    | Officer (give title below)  |    | o Form Filed by More   |
|                                       |    | Other (specify below)   |    | than One Reporting<br>Person   |
|                                       |    |   |    |  |

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| Reminder: | Report on a separate line for each class of securities beneficially owned directly or indirectly. |
|-----------|---|
| *         | If the form is filed by more than one reporting person, <i>see</i> instruction 4(b)(v).           |

| Title of 2. Security (Instr. 3) | Transaction 2 Date (Month/Day/Year) | A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 4<br>Code<br>(Instr. 8) | Securities Disposed (Instr. 3, 4 | of (D)           | red (A) or | 5.Amount of<br>Sec-<br>urities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Trans-<br>action(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownershi<br>(Instr. 4) |
|---------------------------------|-------------------------------------|---|--|----------------------------------|------------------|------------|---|--|--|
|                                 |                                     |   | Code V                                 | Amount                           | (A)<br>or<br>(D) | Price      |   |  |  |
| Ordinary<br>Shares              | 01/24/03                            |   | A                                      | 195                              | A                | \$35.79    | 3,538   | D  |  |
|                                 |                                     |   |  |                                  |                  |            |   |  |  |

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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 2<br>Security<br>(Instr. 3)   | ve 2. Conversion or Exercise 3<br>Price of Derivative<br>Security | . Transaction 3. Date (Month/Day/Year) | A. Deemed Execution 4. Date, if any (Month/Day/Year) | Transaction 5.<br>Code<br>(Instr. 8) |     | (A) or Disposed of (D) |
|  |   |  |  | Code V                               | (A) | ( <b>D</b> )           |
|  |   |  |  |                                      |     |                        |
|  |   |  |  |                                      |     |                        |
|  |   |  |  |                                      |     |                        |
|  |   |  |  |                                      |     | _                      |
|  |   |  |  |                                      |     |                        |
|  |   |  |  |                                      |     |                        |
|  |   |  |  |                                      |     |                        |
|  |   |  |  |                                      |     |                        |
|  |   |  | Page 3   |                                      |     |                        |

| Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued (e.g., puts, calls, warrants, options, convertible securities) |   |   |   |   |   |  |  |
|--|---|---|---|---|---|--|--|
| 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year)   | 7. Title and<br>Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of Derivative Securities<br>Beneficially Owned Following<br>Reported Transaction(s)<br>(Instr. 4) | 10.Ownership Form of<br>Derivative Security:<br>Direct (D) or<br>Indirect (I)<br>(Instr. 4) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownershi<br>(Instr. 4) |  |  |
| Date Expiration Exercisable Date   | Amount or<br>n Number of<br>Title Shares                                  |   |   |   |   |  |  |
|  |   |   |   |   |   |  |  |
|  |   |   |   |   |   |  |  |
|  |   |   |   |   |   |  |  |
|  |   |   |   |   |   |  |  |
| Cynlonation of Posnov  | 2000  |   |   |   |   |  |  |
| Explanation of Respon  | /s/ Michael A. Cawle  | y   | 01/28/03  |   |   |  |  |
| **   | *Signature of Reporti<br>Person   | ng  | Date  |   |   |  |  |
| By P   | J. Robertson<br>ower of Attorney dat<br>uary 4, 1999                      | ed  |   |   |   |  |  |

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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<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).