

MACLENNAN JAMES A  
Form 4  
February 07, 2012

**FORM 4**

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

OMB APPROVAL

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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 \*  
MACLENNAN JAMES A

(Last) (First) (Middle)  
STE 1201, 3111 WELBORN ST.  
  
(Street)

DALLAS, TX 75219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Noble Corp / Switzerland [NE]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/03/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

Sr. VP-CFO & Controller

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3 and 4)			
			Code V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options <sup>(1)</sup>	\$ 36.815	02/03/2012	A	20,837	<sup>(1)</sup>	02/03/2022	Shares 20,837
Restricted Stock Units	\$ 0 <sup>(2)</sup>	02/03/2012	A	15,211	<sup>(3)</sup>	<sup>(3)</sup>	Shares 15,211
Performance Vested Restricted Stock Units	\$ 0 <sup>(4)</sup>	02/03/2012	A	31,936	<sup>(4)</sup>	<sup>(4)</sup>	Shares 31,936

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MACLENNAN JAMES A STE 1201, 3111 WELBORN ST. DALLAS, TX 75219			Sr. VP-CFO & Controller	

### Signatures

/s/ Julie J. Robertson by Power of Attorney Dated January 6, 2012 02/07/2012

      \*\*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).

- (1) Represents option to purchase 20,837 shares at \$36.815 with a vesting schedule of 6,945 shares on February 3, 2013; 6,946 shares on February 3, 2014; and 6,946 shares on February 3, 2015
  - (2) Each restricted stock unit represents a contingent right to receive one share
  - (3) The restricted stock units vest and settle in three equal annual installments beginning on the first anniversary of the grant date
- Each Performance Vested Restricted Stock Unit represents a contingent right to receive one share. Performance Vested Restricted Stock
- (4) Units vest upon the company achieving a total shareholder return over a three-year performance cycle (2012-2014) relative to a specified peer group

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.