

Noble Corp / Switzerland
Form 4
February 05, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WILLIAMS DAVID W

(Last) (First) (Middle)

DORFSTRASSE 19A

(Street)

6340 BAAR, SWITZERLAND

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2013

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)

Chairman, President, and CEO

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)
Shares	02/03/2013		A	21,730	\$ 0	269,350	D
Shares	02/03/2013		F	6,149	\$ 40.905	263,201	D
Shares	02/04/2013		A	21,215	\$ 0	284,416	D
Shares	02/04/2013		F	8,900	\$ 40.955	275,516	D
Shares						141.38	I

By Trust
(1)

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 Number of Shares
Restricted Stock Units	\$ 0 ⁽²⁾	02/01/2013		A	79,452	⁽³⁾ ⁽³⁾	Shares 79,452
Performance Vested Restricted Stock Units	\$ 0 ⁽⁴⁾	02/01/2013		A	158,904	⁽⁴⁾ ⁽⁴⁾	Shares 158,904
Restricted Stock Units	\$ 0 ⁽²⁾	02/03/2013		D	21,730	⁽³⁾ ⁽³⁾	Shares 21,730
Restricted Stock Units	\$ 0 ⁽²⁾	02/04/2013		D	21,215	⁽³⁾ ⁽³⁾	Shares 21,215
Performance Vested Restricted Stock Units	\$ 0 ⁽⁵⁾	02/01/2013		D	114,190	⁽⁵⁾ ⁽⁵⁾	Shares 114,190

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILLIAMS DAVID W DORFSTRASSE 19A 6340 BAAR, SWITZERLAND	X		Chairman, President , and CEO	

Signatures

/s/ Julie J. Robertson By Power of Attorney dated August 1, 2011

02/05/2013

__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) Shares held in the Noble Drilling Corporation 401(k) Savings Plan

(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 units

(4) vest upon the company achieving a total shareholder return over a three-year performance cycle (2013-2015) relative to a specified peer group

(5) Forfeiture of performance vested restricted stock units from award date February 6, 2010

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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