

Turcotte William E  
 Form 4  
 February 25, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 Turcotte William E

(Last) (First) (Middle)  
 13135 S. DAIRY  
 ASHFORD, SUITE 800  
 (Street)

SUGAR LAND, TX 77478

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/21/2019

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, Gen Counsel & Corp Sec

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 (D) Price			
Shares	02/21/2019		A	59,751 A \$ 0	379,800	D	
Shares	02/21/2019		F	14,550 (1) D \$ 3.355	365,250	D	

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)**

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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
Performance Vested Restricted Stock Units <u>(2)</u>	\$ 0	02/21/2019		D	199,172	<u>(3)</u>	<u>(3)</u>	Shares	199,172
Performance Vested Restricted Stock Units <u>(2)</u>	\$ 0	02/21/2019		A	309,986	<u>(4)</u>	<u>(4)</u>	Shares	309,986
Restricted Stock Units <u>(2)</u>	\$ 0	02/21/2019		A	154,993	<u>(5)</u>	<u>(5)</u>	Shares	154,993

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Turcotte William E 13135 S. DAIRY ASHFORD SUITE 800 SUGAR LAND, TX 77478			Sr. VP, Gen Counsel & Corp Sec	

## Signatures

/s/ Sarah M. Rechter by Power of Attorney dated January 31, 2018 02/25/2019

\_\_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) Amount forfeited for payment of tax.

(2) Each restricted stock unit represents a contingent right to receive one share.

Represents performance based restricted share units awarded on January 29, 2016 relating to a three-year performance cycle (2016-2018).

(3) Based on performance at the end of the performance cycle, 59,751 shares underlying this award vested and 139,421 shares underlying this award were forfeited.

Number of units shown represents the maximum number of shares that could be earned, which is equal to 200% of the number of units

(4) granted. Vesting occurs upon the company achieving total shareholder return and contract drilling margin goals over a three-year performance cycle (2019-2021) relative to a specified peer group.

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(5) The restricted stock units vest and settle in three equal annual installments beginning on the first anniversary of the grant date.

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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