

Noble Corp plc  
Form 4  
February 01, 2016

# 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  
Number: 3235-0287  
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2005  
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response... 0.5

(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)

01/28/2016

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) below)

Sr. VP & General Counsel

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Shares	01/28/2016		A		21,550	A \$ 0	99,730 D
Shares	01/28/2016		F		6,342	D \$ 7.75	93,388 D
Shares	01/29/2016		A		8,184	A \$ 0	101,572 D
Shares	01/29/2016		F		2,239	D \$ 7.625	99,333 D
Shares	01/29/2016		A		12,396	A \$ 0	111,729 D
Shares	01/29/2016		F		3,391	D \$ 7.625	108,338 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Restricted Stock Units	\$ 0	01/28/2016		D		38,257	(1) (2)	(1)	(1)	Shares	38,257 (2)
Restricted Stock Units	\$ 0	01/29/2016		D		8,184	(2) (3)	(4)	(4)	Shares	8,184 (2)
Restricted Stock Units	\$ 0	01/29/2016		D		12,396	(5)	(4)	(4)	Shares	12,396

## 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 & General Counsel

## Signatures

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

02/01/2016

\_\_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 performance based restricted share units awarded on February 1, 2013 relating to a three-year performance cycle (2013-2015).  
Based on performance at the end of the performance cycle, 21,550 shares vested and 16,707 shares were forfeited.

(2)

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Total share amount reflects an adjustment to outstanding awards as a result of the spin-off of Paragon Offshore plc. The number of shares awarded prior to the spin-off have been increased to provide awardee with substantially equivalent economic value after the spin-off.

- (3) Represents the second of three vesting events for restricted stock units awarded on January 29, 2014.
- (4) The restricted stock units vest and settle in three equal annual installments beginning on the first anniversary of the grant date.
- (5) Represents the first of three vesting events for restricted stock units awarded on January 29, 2015.

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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