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NOBLE INTERNATIONAL LTD
 Form 4
 August 12, 2002

 FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, DC 20549

[] Check 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the
 Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | 6. Reporting Person's Relationship to the Issuer | |
|--|----------|----------|--|--|---------------------------------------|
| Rye | Jonathan | P. | NOBL | | |
| (Last) | (First) | (Middle) | | | |
| 28213 Van Dyke Avenue | | | 3. IRS Identification Number of Reporting Person, if an Entity (Voluntary) | 4. Statement for Month/Year | |
| (Street) | | | | July 2002 | |
| Warren | MI | 48093 | | 5. If Amendment, Date of Original (Month/Year) | 7. In Connection With: (C) X (D) F -- |
| (City) | (State) | (Zip) | | | -- R |

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIARILY OWNED

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | V | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | |
|---------------------------------|--------------------------------------|--------------------------------|---|---|------------|-------|
| | | | | Amount | (A) or (D) | Price |
| Common Stock + | 7/08/02 | A | | 1471 | A | 13.60 |
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+ stock based compensation issued pursuant to Non-employee Director Stock Incentive Plan Dated Ma

FORM 4 (CONTINUED) TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA
 (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) | 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) | |
|---|--|---|-----------------------------------|--|-----|-----|---|-----------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date |
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| 9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4) | 10. Ownership Form of Derivative Securities Beneficially owned at end of month (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|---|
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Explanation of Responses:

/s/ Jon

Jon
Signatu

- Reminder: Report on a separate line for each class of securities beneficially owned directly
- * 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).

Note: File three copies of this form, one of which must be manually signed.
If space is insufficient, see Instruction 6 for procedure.

(Print or Type Responses)