

Marks Scott
Form 4
February 06, 2018

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 *
Marks Scott

(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)

02/02/2018

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-Engineering

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)
Shares	02/02/2018		A	V Amount (A) or (D) Price 22,886 A \$ 0	140,396	D	
Shares	02/02/2018		F	5,534 D \$ 4.66	134,862	D	
Shares	02/03/2018		A	21,141 A \$ 0	156,003	D	
Shares	02/03/2018		F	5,148 D \$ 4.66	150,855	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
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SEC 1474
(9-02)

number.

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 Date	Title Amount Number Shares
Performance Vested Restricted Stock Units (1)	\$ 0	02/02/2018		D	57,216	(1) (1)	Shares 57,216
Performance Vested Restricted Stock Units (2)	\$ 0	02/02/2018		A	150,214	(2) (2)	Shares 150,214
Restricted Stock Units (3)	\$ 0	02/02/2018		A	75,107	(4) (4)	Shares 75,107
Restricted Stock Units	\$ 0	02/03/2018		D	21,141 (5)	(4) (4)	Shares 21,141

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Marks Scott 13135 S. DAIRY ASHFORD SUITE 800 SUGAR LAND, TX 77478	Sr. VP-Engineering

Signatures

/s/ William E. Turcotte by Power of Attorney dated January 31,
2018

02/06/2018

**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)

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Represents performance based restricted share units awarded on January 29, 2015 relating to a three-year performance cycle(2015-2017). Based on performance at the end of the performance cycle, 22,886 shares underlying this award vested and 34,330 shares underlying this award were forfeited.

Each performance vested restricted stock unit represents a contingent right to receive one share. Performance vested restricted stock units

- (2) vest upon the company achieving a total shareholder return over a three-year performance cycle (2018-2020) relative to a specified peer group.

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

- (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 February 3, 2017.

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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