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NOBLE ENERGY INC Form 8-K May 04, 2004

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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): MAY 4, 2004

NOBLE ENERGY, INC.

(Exact name of Registrant as specified in its charter)

DELAWARE	001-07964	73-0785597
(State or other jurisdiction of incorporation or organization)	Commission File Number	(I.R.S. Employer Identification No.)
100 GLENBOROUGH, SUITE 100 HOUSTON, TEXAS		77067
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (281) 872-3100

(Former name, former address and former fiscal year, if changed since last report)

- ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.
- (c) Exhibits. The following exhibits are furnished as part of this current Report on Form 8-K:
 - 99.1 Press Release dated May 4, 2004.
- ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On May 4, 2004 the Company issued a press release announcing its

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financial results for its first quarter ended March 31, 2004. A copy of the press release issued by the Company is attached hereto as Exhibit 99.1.

The Company's press release announcing its financial results for its first quarter ended March 31, 2004 contains non-GAAP financial measures. Generally, a non-GAAP financial measure is a numerical measure of a company's performance, financial position, or cash flows that either excludes or includes amounts that are not normally excluded or included in the most directly comparable measure calculated and presented in accordance with United States generally accepted accounting principles, or GAAP. Pursuant to the requirements of Regulation G, the Company has provided quantitative reconciliations within the press release of the non-GAAP financial measures to the most directly comparable GAAP financial measures.

The press release attached to this Form 8-K as Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to liabilities of that Section.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

NOBLE ENERGY, INC.

Date: May 4, 2004 By:

99.1

James L. McElvany

Senior Vice President-Finance, Chief Financial

Officer and Treasurer

INDEX TO EXHIBITS

Item Exhibit

Press Release dated May 4, 2004