

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12



**NOBLE ENERGY, INC.**

(Exact name of Registrant as specified in its charter)

Payment of filing fee (check the appropriate box):

- No fee required.
  - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
    - (1) Title of each class of securities to which transaction applies:
    - (2) Aggregate number of securities to which transaction applies:
    - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):
    - (4) Proposed maximum aggregate value of transaction:
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  - Fee paid previously with preliminary materials.
  - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
    - (1) Amount Previously Paid:
    - (2) Form, Schedule or Registration Statement No.:
    - (3) Filing Party:
    - (4) Date Filed:
-

**\*\*\*Exercise Your *Right to Vote*\*\*\***  
**Important Notice Regarding the Availability of Proxy Materials for the  
Stockholder Meeting to Be Held on April 25, 2017**



NOBLE ENERGY, INC  
ATTN: COMPANY SECRETARY  
1001 NOBLE ENERGY WAY  
HOUSTON, TX 77070

**Meeting Information**

**Meeting Type:** Annual Meeting  
**For holders as of:** February 24, 2017  
**Date:** April 25, 2017 **Time:** 9:30 AM CDT  
**Location:** Four Seasons Hotel  
1300 Lamar Street  
Houston, Texas 77010

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain proxy materials and voting instructions.**

**— Before You Vote —**  
**How to Access the Proxy Materials**

**Proxy Materials Available to VIEW or RECEIVE:**

NOTICE AND PROXY STATEMENT

ANNUAL REPORT

**How to View Online:**

Have the information that is printed in the box marked by the arrow →

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(located on the

following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) BY INTERNET: [www.proxyvote.com](http://www.proxyvote.com)
- 2) BY TELEPHONE: 1-800-579-1639
- 3) BY E-MAIL\*: [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\*If requesting materials by e-mail, please send a blank e-mail with the information that is printed in box marked by the arrow →

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(located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 11, 2017 to facilitate timely delivery.

**— How To Vote —**  
**Please Choose One of the Follow Voting Methods**

**Vote In Person:** Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

**Vote By Internet:** To vote now by Internet, go to [www.proxyvote.com](http://www.proxyvote.com). Have the information that is printed in the box marked by the →

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(located on the following page) available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

<b>Voting Items</b>
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**The Board of Directors recommends you vote FOR Proposals 1, 2, 3 and 5 and for "1 Year" on Proposal 4.**

1. To elect the ten nominees as members of the Board of Directors of the Company. 2. To ratify the appointment of the independent auditor by the Company's Audit Committee.

**Nominees**

1a. Jeffrey L. Berenson

1b. Michael A. Cawley

1c. Edward F. Cox

1d. James E. Craddock

1e. Thomas J. Edelman

1f. Kirby L. Hedrick

1g. David L. Stover

1h. Scott D. Urban

1i. William T. Van Kleeef

1j. Molly K. Williamson

3. To approve, in an advisory vote, executive compensation.

4.

To approve, in an advisory vote, the frequency of the stockholder vote on executive compensation.

5. To approve the 2017 Long-Term Incentive Plan.

**The Board of Directors recommends you vote AGAINST Proposal 6.**

6.

To consider a stockholder proposal requesting a published assessment of climate change policy impacts, if properly presented at the meeting.

**NOTE:** To transact such other business as may properly come before the meeting and any adjournment or postponement thereof.