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materially from those indicated by the forward-looking statements because of various risks and uncertainties, including, without limitation, the following:

- volatility in crude oil and natural gas prices;
- changes in customers' drilling programs or budgets due to their own internal corporate events, changes in the markets and prices for oil and gas, or shifts in the relative strengths of various geographic drilling markets brought on by things such as a general economic slowdown, or regional or worldwide recession, any of which could result in deterioration in demand for the Registrant's drilling services;
- the Registrant's inability to execute any of its business strategies;
- changes in the tax laws, tax treaties or tax regulations, or the interpretation or enforcement thereof, including taxing authorities not agreeing with our assessment of the effects of such laws, treaties and regulations;
- cancellation by customers of drilling contracts or letter agreements or letters of intent for drilling contracts or their exercise of early termination provisions generally found in the Registrant's drilling contracts;
- intense competition in the drilling industry;
- changes in the rate of economic growth in the U.S. or in other major international economies;
- political and economic conditions in markets where the Registrant from time to time operates;
- adverse weather (such as hurricanes and monsoons) and seas;

2

FORM 8-K

- operational risks (such as blowouts, fires and loss of production); changes in oil and gas drilling technology or in competitors' drilling rig fleets that could make the Registrant's drilling rigs less competitive or require major capital investment to keep them competitive;
- costs and effects of unanticipated legal and administrative proceedings;
- cost overruns or delays in shipyard repair, maintenance, conversion or upgrade projects;
- limitations on the Registrant's insurance coverage or its inability to obtain or maintain insurance coverage at rates and with deductible amounts that it believes are commercially reasonable;
- the discovery of significant additional oil and/or gas reserves or the construction of significant oil and/or gas delivery or storage systems that impact regional or worldwide energy markets;
- requirements and potential liability imposed by governmental regulation of the drilling industry (including environmental regulation);

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- acts of war or terrorism;
- significant changes in trade, monetary or fiscal policies worldwide, including changes in interest rates; and
- currency fluctuations between the U.S. dollar and other currencies.

All of the foregoing risks and uncertainties are beyond the Registrant's ability to control, and in many cases, the Registrant cannot predict the risks and uncertainties that could cause its actual results to differ materially from those indicated by the forward-looking statements. When used in this report, the words "believes", "anticipates", "expects", "plans" and similar expressions as they relate to the Registrant or its management are intended to identify forward-looking statements.

3

FORM 8-K

SIGNATURES

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

NOBLE CORPORATION

Date: April 5, 2004

By: /s/ MARK A. JACKSON

Mark A. Jackson,
Senior Vice President-Finance, Chief Financial
Officer, Treasurer, Controller and Assistant
Secretary

4

FORM 8-K

INDEX TO EXHIBITS

| Exhibit No. ----- | Description ----- |
|----------------------|---|
| Exhibit 99.1 | Noble Corporation and Subsidiaries Fleet Status Update as of April 5, 2004. |

5