

NOBLE INTERNATIONAL, LTD.  
 Form 5  
 February 07, 2007

# FORM 5

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

OMB APPROVAL  
 OMB Number: 3235-0362  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**SAELI THOMAS L**

2. Issuer Name and Ticker or Trading Symbol  
**NOBLE INTERNATIONAL, LTD.**  
**[NOBL]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 CEO

28213 VAN DYKE AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting  
 (check applicable line)

WARREN, MI 48093

(City) (State) (Zip)

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) (A) or (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (9-02)

**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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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	Derivative Security				or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Am or Nu of Sha
					(A)	(D)				
Stock Appreciation Right <sup>(1)</sup>	\$ 18.25	10/27/2006	Â	J	25,000	Â	Â <sup>(1)</sup>	10/27/2016	Common Stock	
Stock Appreciation Right <sup>(1)</sup>	\$ 18.25	11/15/2006	Â	J	25,000	Â	Â <sup>(1)</sup>	11/15/2016	Common Stock	
Stock Appreciation Right <sup>(1)</sup>	\$ 19	12/14/2006	Â	J	50,000	Â	Â <sup>(1)</sup>	12/14/2016	Common Stock	
Stock Appreciation Right <sup>(1)</sup>	\$ 19.75	12/19/2006	Â	J	50,000	Â	Â <sup>(1)</sup>	12/19/2016	Common Stock	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SAELI THOMAS L 28213 VAN DYKE AVENUE WARREN, MI 48093	Â X	Â	Â CEO	Â

## Signatures

Thomas L. Saeli                      02/06/2007  
 \*\*Signature of                      Date  
 Reporting Person

## 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).
- The Stock Appreciation Rights ("SARS") were granted in accordance with the Noble International, Ltd. 2006 Executive Stock Appreciation Rights Plan (the "Plan"). The SARS represent the right to receive cash based on the increase in the market price of the Issuer's Common Stock from the listed Exercise price, not the right to receive any Common Stock of the Issuer. The SARS awarded vest in four equal annual installments, the first installment of which vests one year after the date of grant and the second, third and fourth installments vest thereafter on the second, third and fourth anniversary of the date of the grant, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.