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#### **NOBLE GROUP LIMITED**

(Incorporated in Bermuda with limited liability)

#### **RENOUNCEABLE UNDERWRITTEN RIGHTS ISSUE**

#### **LODGMET AND DESPATCH OF THE OFFER INFORMATION STATEMENT**

*Unless otherwise defined, all terms used herein shall bear the same meaning as in the Offer Information Statement (as defined below).*

The Directors of Noble Group Limited (the “**Company**”) refer to its announcements dated 3 June 2016, 6 June 2016, 8 June 2016, 22 June 2016 and 24 June 2016 (together, the “**Announcements**”).

#### **LODGMET OF THE OFFER INFORMATION STATEMENT**

Further to the Announcements, the Directors are pleased to announce that the offer information statement (the “**Offer Information Statement**”) dated 28 June 2016, together with the application form for Rights Shares and excess Rights Shares (“**ARE**”), the application form for Rights Shares (“**ARS**”) and the provisional allotment letter (“**PAL**”), in relation to the Rights Issue has today been lodged with the Monetary Authority of Singapore.

#### **DESPATCH OF THE OFFER INFORMATION STATEMENT**

The Offer Information Statement, together with the ARE and the PAL, as the case may be, will be despatched to Entitled Shareholders on or around 5 July 2016.

The distribution of the Offer Information Statement and its accompanying documents may be prohibited or restricted (either absolutely or subject to various relevant securities requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions. For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Offer Information Statement and its accompanying documents have not been and will not be despatched to Non-Entitled Shareholders.

### **ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES AND APPLICATIONS FOR EXCESS RIGHTS SHARES**

Acceptances of provisional allotments of Rights Shares and (if applicable) applications for excess Rights Shares under the Rights Issue may only be made by Entitled Shareholders:

- (i) in the case of Entitled Scripholders, by way of the PAL; and/or
- (ii) in the case of Entitled Depositors<sup>(1)</sup>:
  - (a) by way of the ARE; and/or
  - (b) by way of Electronic Application through ATMs of:
    - (1) DBS Bank Ltd. (including POSB) (“**DBS Group**”);
    - (2) Oversea-Chinese Banking Corporation Limited (“**OCBC**”); and
    - (3) United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited (“**UOB Group**” and together with DBS Group and OCBC, the “**Participating Banks**”).

**Note:**

- (1) Where an Entitled Depositor is a Depository Agent, it may make its acceptance and excess application (if applicable) via the SGX-SSH Service.

**Electronic Applications through ATMs of banks other than the Participating Banks will not be accepted.**

Payment for acceptance and (if applicable) application may also be made by way of Cashier’s Order or Banker’s Draft.

More information on the procedures for, and terms and conditions applicable to, acceptances, renunciations and/or sales of the provisional allotments of Rights Shares and for the applications for excess Rights Shares, including the different modes of acceptances or application and payment (including payment by way of Cashier’s Order or Banker’s Draft), are set out in the Offer Information Statement and in the PAL, the ARE and the ARS.

For investors who hold Shares through finance companies or Depository Agents, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares must be done through the respective finance companies or Depository Agents. **Any acceptance and/or application made directly through CDP, the Share Transfer Agent or the Company, or by way of Electronic Applications, will be rejected.**

A trading period for the provisional allotments of Rights Shares on the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) has been set from 5 July 2016 at 9.00 a.m. to 14 July 2016 at 5.00 p.m.

Entitled Depositors who sell their provisional allotments of Rights Shares during the trading period need not forward the ARE to the purchasers of the provisional allotments of Rights Shares (the “**Purchasers**”) as arrangements will be made by CDP for a separate ARS to be issued to the Purchasers. Purchasers should note that CDP will, for and on behalf of the Company, send the ARS accompanied by the Offer Information Statement and other accompanying documents, **by ordinary post and at the Purchasers' own risk**, to their respective addresses outside the Specified Territories as maintained in the records with CDP.

The Offer Information Statement and its accompanying documents will not be despatched to Non-Entitled Purchasers. Subject to compliance with applicable laws, Non-Entitled Purchasers who wish to accept the provisional allotments of Rights Shares credited by CDP to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

#### **COLLECTION OF THE OFFER INFORMATION STATEMENT**

Entitled Shareholders who do not receive the Offer Information Statement and the ARE or the PAL, as the case may be, may obtain them, up to 5.00 p.m. on 20 July 2016, from:

##### **For Entitled Depositors**

###### **CDP**

The Central Depository (Pte) Limited  
11 North Buona Vista Drive  
#06-07 The Metropolis  
Singapore 138589

##### **For Entitled Scripholders**

###### **Share Transfer Agent**

B.A.C.S. Private Limited  
#03-00  
ASO Building  
Singapore 048544

Purchasers who do not receive the Offer Information Statement and the ARS may also obtain the same, up to 5.00 p.m. on 20 July 2016, from CDP at the address above.

#### **CONDITIONS PRECEDENT TO THE UNDERWRITING OBLIGATIONS OF THE JOINT UNDERWRITERS**

The conditions precedent to the underwriting obligations of the Joint Underwriters pursuant to the Underwriting Agreement entered into between the Company and the Joint Underwriters on 3 June 2016 have all been satisfied.

### EXPECTED TIMETABLE OF KEY EVENTS

Entitled Shareholders and purchasers should take note of the following important dates and times in respect of the Rights Issue:

Lodgment of the Offer Information Statement	:	28 June 2016
Despatch of the Offer Information Statement (together with the ARE or PAL (as the case may be)) to the Entitled Shareholders	:	5 July 2016
Commencement of trading of Nil-paid Rights	:	5 July 2016 from 9.00 a.m.
Last date and time for trading of Nil-paid Rights	:	14 July 2016 at 5.00 p.m.
Last date and time for splitting of Rights	:	14 July 2016 at 5.00 p.m.
Last date and time for acceptance of and payment for Rights Shares <sup>(1)</sup>	:	20 July 2016 at 5.00 p.m. for acceptance and payment through CDP or the Share Transfer Agent (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)
Last date and time for acceptance of and payment for Rights Shares by renounees <sup>(1)</sup>	:	20 July 2016 at 5.00 p.m.
Last date and time for application and payment for excess Rights Shares <sup>(1)</sup>	:	20 July 2016 at 5.00 p.m. for application and payment through CDP or the Share Transfer Agent (9.30 p.m. for Electronic Applications through ATMs of Participating Banks)
Expected date for issuance of Rights Shares	:	29 July 2016
Expected date for crediting of Rights Shares	:	3 August 2016
Expected date for refund of unsuccessful applications (if made through CDP)	:	3 August 2016
Expected date for commencement of trading of Rights Shares	:	3 August 2016

**Note:**

- (1) Investors who have subscribed for or purchased Shares through a finance company and/or Depository Agent, where applicable, will receive notification letter(s) from their respective finance companies and/or Depository Agents, and should refer to such notification letter(s) for details of the last date and time to submit applications to their respective finance companies and/or Depository Agents. Any acceptance and/or application made directly by these investors through CDP, the Share Transfer Agent or the Company, or by way of Electronic Applications, will be rejected.

The above timetable is indicative only and is subject to change. The Company may, upon consultation with the Joint Underwriters and with the approval of the SGX-ST, modify the above

FOR IMMEDIATE RELEASE



timetable subject to any limitations under any applicable laws. In such an event, the Company will publicly announce the same through a SGXNET announcement to be posted on the website of the SGX-ST at <http://www.sgx.com>.

Noble Group Limited  
28 June 2016