

**NOBLE GROUP LIMITED**  
*(Incorporated in Bermuda with limited liability)*

**DISPOSAL OF NOBLE AMERICAS GAS & POWER CORP.**

*Unless otherwise defined, all terms used herein shall bear the same meaning as in the Announcements (as defined below) and the circular to shareholders dated 19 August 2017 (the “Circular”) issued by Noble Group Limited (“NGL”) relating to the Disposal (as defined below).*

**1. INTRODUCTION**

NGL refers to the announcements dated 26 July 2017 and 2 October 2017 (the “**Announcements**”) made in connection with the sale by NGL’s indirect wholly-owned subsidiary, Noble Americas Corp. (“**NAC**”), of all of the issued and outstanding capital stock of NGL’s indirect wholly-owned subsidiary, Noble Americas Gas & Power Corp. (“**NAGP**”), to Mercuria Energy America, Inc. (the “**Buyer**”), in accordance with the terms and conditions of the stock purchase agreement dated 26 July 2017 between NAC, NAGP and the Buyer (the “**Disposal**”).

**2. FINAL DETERMINATION OF THE CONSIDERATION**

The Disposal was completed on 29 September 2017.

At Closing, the amount paid by the Buyer to NAC was approximately US\$102 million, comprising (i) the Estimated Closing Date Net Working Capital of approximately US\$249 million less \$65 million less approximately \$83 million deposited with the escrow agent. The Estimated Closing Date Indebtedness was nil.

Following the Closing, the amount paid by the Buyer to NAC was subject to adjustment determined in accordance with the terms and conditions of the stock purchase agreement. The final determination of the Consideration is approximately US\$168 million, of which US\$20 million remains deposited with the escrow agent in accordance with the terms of the stock purchase agreement and as further described in the Circular.

Noble Group Limited  
8 January 2018

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## About Noble Group

Noble Group (SGX: CGP) manages a portfolio of global supply chains covering a range of industrial and energy products. Noble facilitates the marketing, processing, financing and transportation of essential raw materials. Sourcing bulk commodities from low cost regions such as South America, South Africa, Australia and Indonesia, the Group supplies high growth demand markets, particularly in Asia and the Middle East. For more information please visit [www.thisisnoble.com](http://www.thisisnoble.com).

For further details please contact:

Ms. Chelsea Phua  
Klareco Communications  
Tel: +65 6333 3449  
Email: [CPhua@klarecomms.com](mailto:CPhua@klarecomms.com)

Ms. Candice Adam  
Argentus PR  
Tel: +44 20 7397 2915  
Email: [candice.adam@argentuspr.com](mailto:candice.adam@argentuspr.com)

Mr. Martin Debelle  
Citadel-MAGNUS  
Tel: +61 2 8234 0100  
Email: [mdebelle@citadelmagnus.com](mailto:mdebelle@citadelmagnus.com)