

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

**NOTICE OF TRANSFER OF TREASURY SHARES**

In accordance with Rule 704(28) of the Listing Manual of the Singapore Exchange Securities Trading Limited, Noble Group Limited (the “**Company**”) wishes to announce the following details on the transfer of treasury shares:

(a)	Date of transfer	9 December 2016	
(b)	Purpose of transfer	Employees’ share awards granted pursuant to The Noble Group Restricted Share Plan 2014 <sup>(1)</sup>	
(c)	Number of treasury shares transferred	26,729,400	
(d)	Number of treasury shares before and after transfer	Before Transfer	204,057,400
		After Transfer	177,328,000
(e)	Percentage of the number of treasury shares against the total number of shares outstanding before and after transfer	Before Transfer	1.56% <sup>(2)</sup>
		After Transfer	1.35% <sup>(3)</sup>
(f)	Value of the treasury shares transferred	US\$13,370,841.00 <sup>(4)</sup>	

**Notes:**

- (1) This is in respect of the vesting of awards previously granted to employees of Noble Americas Energy Solutions LLC (“**NES**”) under The Noble Group Restricted Share Plan 2014 (“**RSP**”) in accordance with the rules of the RSP, which vesting is undertaken in connection with the completion of the disposal of all the units of NES (as further described in the announcements dated 10 October 2016 and 1 December 2016 and the circular to shareholders dated 18 October 2016).
- (2) The percentage is based on 13,070,819,124 issued shares (excluding 204,057,400 treasury shares) in the share capital of the Company as at 9 December 2016.
- (3) The percentage is based on 13,097,548,524 issued shares (excluding 177,328,000 treasury shares) in the share capital of the Company as at 9 December 2016.
- (4) This represents the book value of such treasury shares as at 30 September 2016, based on the latest announced unaudited consolidated financial statements of the Company for the nine months ended 30 September 2016.

By order of the Board

Chee Ying LIM  
Company Secretary  
9 December 2016

## **About Noble Group**

Noble Group (SGX: N21) 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).

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