

**NOT FOR DISTRIBUTION IN ANY JURISDICTION WHERE IT IS UNLAWFUL
TO RELEASE, PUBLISH OR DISTRIBUTE THIS ANNOUNCEMENT**

NOBLE GROUP LIMITED
(Incorporated in Bermuda with limited liability)

APPLICATION FOR THE WINDING-UP OF NOBLE GROUP LIMITED

- Application for winding-up of Noble Group Limited (“**Old Noble**”) to be heard on 8 February 2019, liquidation process is a procedural step and as anticipated in the circular to shareholders dated 10 August 2018 (“**Circular**”)
- The liquidation process will have no impact on the business or financial position of Noble Group Holdings Limited (“**New Noble**”)
- The winding-up application and liquidation process will have no impact on the rights of shareholders of Old Noble to receive shares in New Noble

An application to the Supreme Court of Bermuda to wind-up Old Noble is scheduled to be heard at 9.30 a.m. (Bermuda time) on 8 February 2019. The winding-up application will continue the liquidation process which commenced with the appointment of a provisional liquidator on 14 December 2018. This necessary and expected procedural step outlined in the Circular, as part of the broader restructuring approved by shareholders on 27 August 2018, was foreshadowed in the RED announcement released on 20 December 2018. The winding-up application will be heard at the Commercial Court, 2nd floor, Government Administration Building, 30 Parliament Street, Hamilton HM12, Bermuda.

Following the completion of the restructuring on 20 December 2018, substantially all of the assets and business of Old Noble were transferred to New Noble. As a consequence, Old Noble has no business or significant debts outstanding other than the limited recourse debt owed to Noble Investors Limited and the perpetual capital securities held by New Noble. The Board of Directors of Old Noble, having advised Noble Investors Limited, have therefore continued the liquidation process.

The liquidation of Old Noble will have no impact on the business or financial status of New Noble. New Noble is a separate and unrelated company and now owns and controls all of the assets and business formerly held by Old Noble.

The liquidation of Old Noble has no impact on the right of shareholders of Old Noble to receive shares in New Noble. Shareholders of Old Noble are again reminded to take the necessary action to claim the shares of New Noble to which they are entitled by registering with the trustee, Lucid Issuer Services Limited (“**Lucid**”), via the website www.lucid-is.com/nghlregistration and providing the necessary information required by Lucid.

Noble Group Limited
1 February 2019