

Finance & Risk Services Ltd.

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Bermuda

P.O. Box HM 321
Hamilton HM BX
Bermuda
NGLcontributories@frsl.bm

16 May 2019

TO ALL KNOWN CONTRIBUTORIES

Dear Sirs,

**Noble Group Limited
In liquidation
("the Company")**

On 8 February 2019, the Company was ordered to be wound up by order of the Supreme Court of Bermuda (the **Court**). It was also ordered that my appointment as Provisional Liquidator (the **Provisional Liquidator**) of the Company be continued. A copy of the winding-up order has been made available at www.NGLliquidation.com.

As Provisional Liquidator, I am now required to convene a meeting of the Company's contributories for the purposes of voting on the appointment of a Liquidator and the formation of a committee of inspection.

There will be no physical meeting for the contributories. The first meeting will be held by paper at 11am (Bermuda time) on 21 June 2019. By order of the Court, voting at the first meeting of contributories will be by special proxy granted to the Chairman of the meeting. As such, a contributory entitled to vote at the meeting may complete a proxy form but must appoint the Chairman of the meeting to be the proxyholder.

In order to give contributories the opportunity to consider and vote for all persons who have been nominated, either as liquidator in place of the Provisional Liquidator, or for appointment as members of the committee of inspection, it will be necessary for nominations to be submitted in advance of the meeting, rather than just on the special proxy form. Should you wish to submit a nomination for the appointment of a liquidator or committee member, please provide your nomination no later than 7 days before the meeting, being 14 June 2019. Full instructions for submitting nominations are enclosed as an appendix to this letter.

A special proxy form is attached for completion by contributories, including guidance on how this should be completed. The proxy form must be returned via email to the Provisional Liquidator at NGLcontributories@frsl.bm, or via mail to the P.O. Box address detailed above. Proxy forms should be received by me no later than 5pm (Bermudan time) on 20 June 2019.

In advance of the meeting, I have made a report available for viewing and downloading at www.NGLliquidation.com. This report provides information on the background and circumstances leading to the Liquidation, a summary of the Company's financial position, the actions taken since my appointment and details of the estimated return to creditors and contributories.

Should you have any queries regarding the above, please do not hesitate to contact me via the email address provided above.

Yours faithfully

**For Noble Group Limited
In liquidation**

A handwritten signature in black ink, appearing to read 'J. McKenna', with a stylized flourish at the end.

**John C. McKenna
Provisional Liquidator**

Encs

APPENDIX

Noble Group Limited – In Liquidation (the Company)

Instructions to contributories regarding nominations for first meeting

As detailed in the Provisional Liquidator's report for the first meetings of creditors and contributories, the Bermuda court has ordered that voting at the first meeting of contributories shall only be by special proxy granted to the chairman of the meeting, who will be the Provisional Liquidator. Accordingly, there will not be a physical meeting which the contributories can attend.

In order to give contributories and creditors the opportunity to consider and vote regarding all persons who have been nominated, either as liquidator in place of the Provisional Liquidator, or for appointment as members of the committee of inspection, it will be necessary for nominations to be submitted in advance of the meeting, rather than just on the special proxy form.

Therefore, any contributory who wishes to nominate a person to act as liquidator in place of the Provisional Liquidator and/or who wishes to nominate anyone to sit on the committee of inspection, should send that nomination to the Provisional Liquidator by email to be received no later than 7 days before the meeting, being 14 June 2019. Nominations received by that date will be posted on the liquidation website at www.NGLliquidation.com. A contributory may also simply include their nominees on their proxy form, but should note that they may be the only persons voting for their nominees as other contributories and creditors will not know about them.

If you wish to nominate anyone as liquidator or for membership of the committee of inspection in advance, please do so in the following manner:

1. Send your nomination by email to the following address NGLcontributories@frsl.bm
2. The subject line for the email should be "First Meeting – Nominees"
3. List the nominees in the email in the following manner:

Contributory name:
Nominee(s) for replacement liquidator(s):
Nominee(s) for member(s) of the committee of inspection:

If you nominate a person to be liquidator in place of the Provisional Liquidator, you must submit a written consent to act as liquidator, signed and dated by the nominee, with your nomination or they will not be put forward.

**IN THE SUPREME COURT OF BERMUDA
COMPANIES (WINDING UP)
COMMERCIAL COURT
2018: No. 435**

IN THE MATTER OF NOBLE GROUP LIMITED
AND IN THE MATTER OF THE COMPANIES ACT 1981

CONTRIBUTORIES SPECIAL PROXY FORM

(For voting at first meeting of contributories on 21 June 2019 at 11.00 am Bermuda time)

We/I¹
of
being a contributory holding _____ shares of Noble Group Limited (the “Company”)
HEREBY APPOINT² the CHAIRMAN of the meeting to be our/my special proxy at the first
meeting of contributories to be held on 21 June 2019 at 11.00 am Bermuda time or any
adjournment thereof to vote as indicated below:

Circle Yes or No

Resolution 1A:³

That an application be made to the Supreme Court of Bermuda for the Yes No
appointment of the current Provisional Liquidator as liquidator

Resolution 1B:

That an application be made to the Supreme Court of Bermuda for the Yes No
appointment of as liquidator in place
of the current Provisional Liquidator

Resolution 2A

That an application be made to the Supreme Court of Bermuda for Yes No
the appointment of a Committee of Inspection

¹ Insert name and address of contributory.

² By order of the Bermuda Court, you may only appoint the Chairman as proxy (who will be the Provisional Liquidator)

³ You may vote in favour of John McKenna the Provisional Liquidator or for any individual(s) nominated to act as permanent liquidator(s) in place of the Provisional Liquidator. The names of nominees notified to the Provisional Liquidator within 7 days of the date of the meeting will be posted on the website www.nglliquidation.com 7 days prior to the meeting for consideration by those completing this Proxy.

Resolution 2B⁴

For the following persons to serve on a Committee of Inspection:

1.....

2.....

3.....

CONTRIBUTORY NAME: _____

AUTHORISED SIGNATORY: _____

Print Name: _____

Position: _____

NOTE: THIS PROXY MUST BE COMPLETED AND SENT TO THE PROVISIONAL LIQUIDATOR SO AS TO REACH HIM ON OR BEFORE 5PM (BERMUDA TIME) ON 20 JUNE 2019 BY SENDING:

Initially by email to: NGLcontributories@frsl.bm

With hard copy delivery to follow to:

Finance & Risk Services Ltd.
P.O. Box HM 321
Hamilton HM BX, Bermuda

Please direct any questions to the Provisional Liquidator via email to:
NGLcontributories@frsl.bm

⁴ The names of persons nominated to serve on a Committee of Inspection will be posted on the website www.nglliquidation.com 7 days prior to the meeting for consideration by those completing this Proxy/Claim Form.