

NOBLE GROUP LIMITED
(Incorporated in Bermuda with limited liability)

**ADDITIONAL US\$100 MILLION 3 YEAR COMMITTED TRADE FINANCE
FACILITY AND IRREVOCABLE SHAREHOLDER SUPPORT FOR THE
RESTRUCTURING**

The Board of Directors (the “Board”) of Noble Group Limited (the “Company” and together with its subsidiaries, the “Group”) refers to the announcements dated 29 January 2018, 19 February 2018, 14 March 2018, 16 March 2018, 26 March 2018, 28 March 2018, 9 April 2018, 12 April 2018, 16 April 2018, 18 April 2018, 25 April 2018, 26 April 2018 and 20 June 2019 in relation to the proposed financial restructuring of the Company (the “Restructuring”) and the signing of the binding restructuring support agreement (the “RSA”) between, among others, the Company and the Ad Hoc Group (as defined in the RSA) on 14 March 2018.

Unless otherwise indicated, capitalised words and phrases used in this announcement have the meaning provided in the RSA.

Binding commitment with a consortium of investors

The Board wishes to announce a binding commitment with a consortium of investors, including Value Partners Limited and Pinpoint Asset Management Ltd (the “Consortium”) to provide New Noble with an additional US\$100 million of 3 year committed trade finance facilities. The binding commitment is subject to the execution of final detailed documentation. The individual members of the Consortium collectively own approximately 5% of the shares in the Company and have irrevocably agreed to vote their interests in favor of the Restructuring.

The additional US\$100 million in trade finance facilities provide funding capacity allowing greater flexibility for the Company to expand its trade flows, particularly in the high growth opportunities in the LNG space.

In return for providing these additional trade finance facilities, the Consortium will receive (a) US\$7.5 million New Asset Co Bonds; (b) US\$7.5 million New Trading Co Bonds; (c) US\$10 million New Trading Hold Co Bonds; and (d) an arrangement fee of US\$5 million. In this regard, US\$7.5 million of New Asset Co Bonds that were to be issued to Existing Senior Creditors will be re-allocated to the Consortium, and in exchange Existing Senior Creditors will be issued an additional US\$7.5 million New Trading Co Bonds. Accordingly, the total amount of New Trading Co Bonds will be increased from US\$685 million (as originally announced on 14 March 2018) to US\$700 million, and the total amount of New Trading Hold Co Bonds will be increased from US\$270 million (as originally announced on 14 March 2018) to US\$280 million.

Existing Perpetual Capital Securities

The Consortium members are also holders of the Company’s US\$400 million Existing Perpetual Capital Securities. As agreed under the RSA, all holders will be offered to exchange their Existing Perpetual Capital Securities into US\$25 million of New Perpetual Capital Securities, which shall carry the right to a non-accumulative dividend of 2.5%.

Chairman Mr. Paul Brough commented:

“As I stated in the Company’s announcement dated 25 April 2018, the Company is determined to complete its restructuring on a consensual basis in order to preserve and protect value for all stakeholders. The provision of additional trade lines dedicated to helping us build out our coal, liquids and LNG trade flows, together with the Consortium’s full support of a consensual restructuring, represents an important further step towards allowing New Noble to return to business as usual; with a well-capitalized balance sheet and important tools of the trade in place for its future success.”

Value Partners and Pinpoint added:

“We are pleased to be able to support Noble during this critical time as the Company seeks to implement its restructuring. We believe this facility will strengthen the ability of the New Noble management team to quickly build out its trade flows and we look forward to providing other financing solutions to New Noble as they may arise.”

Further details will be released once the agreement is in final legal form and executed.

Significant majority of creditors party to RSA; Company preparing to launch scheme

Existing Senior Creditors representing approximately 85% of Existing Senior Claims have now acceded to the RSA. The RSA, which remains open for accession, contemplates a restructuring transaction that is, among other things, approved by a majority in number of holders of Existing Senior Claims representing 75% in value of such claims voting at the Scheme Meetings. The value threshold is comfortably met by the claims of the Existing Senior Creditors that have already acceded to the RSA, and the Company is now working towards launch of a UK scheme of arrangement without further delay.

The Company continues to engage in discussions with the SGX on the Restructuring. A circular to Shareholders containing further information on the Restructuring, together with a notice of SGM, will be despatched to Shareholders in due course.

Noble Group Limited
22 June 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. The Company 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 Company and broader Group supplies high growth demand markets, particularly in Asia and the Middle East. For more information please visit www.thisisnoble.com.

About Value Partners

Value Partners is one of Asia's largest independent asset management firms that seeks to offer world-class investment services and products. Unaudited assets under management of the firm were US\$17.8 billion as of 31 March 2018. Since its establishment in 1993, the firm has been a dedicated value investor in Asia and the world. In November 2007, Value Partners Group became the first asset management firm listed on the Main Board of the Hong Kong Stock Exchange (Stock code: 806 HK).

About Pinpoint

Founded in 1999, Pinpoint is an Asia based hedge fund focused on generating absolute returns through multi-assets. The group manages over \$3.3 billion in assets (as of 30 April 2018) and has offices in Hong Kong and Shanghai.

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