

## Noble Group Limited

### Results of the Adjourned Annual General Meeting held on 27 August 2018

The board of directors of Noble Group Limited (the “**Company**”) announces that at the adjourned annual general meeting of the Company held on 27 August 2018 (the “**Adjourned AGM**”), all resolutions relating to the matters set out in the Notice of Annual General Meeting dated 7 April 2018 and the Notice of Adjourned Annual General Meeting dated 10 August 2018 (save for Ordinary Resolution 2 which was withdrawn as announced on 26 August 2018 and except for Ordinary Resolution 13 which was not passed on a poll vote) were duly passed by the shareholders of the Company on a poll vote.

#### Poll Results

The results of the poll in respect of each of the resolutions put to vote at the Adjourned AGM, as confirmed by Tricor Evatthouse Corporate Services who acted as the scrutineer for the poll at the Adjourned AGM, are as follow:

Ordinary Resolutions	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
1. To receive and adopt the Audited Financial Statements and the Reports of the Directors and Auditors for the financial year ended 31 December 2017.	685,838,028	684,096,778	99.75%	1,741,250	0.25%
2. To re-elect Mr. Christopher Dale Pratt, who retires by rotation pursuant to Bye-law 86(1), as a Director.	Withdrawn				

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3. To re-elect Mr. Wayne Robert Porritt, who retires pursuant to Bye-law 85(2), as a Director.	685,088,396	683,527,885	99.77%	1,560,511	0.23%
4. To re-elect Mr. Andrew William Herd, who retires pursuant to Bye-law 85(2), as a Director.	685,384,846	683,439,885	99.72%	1,944,961	0.28%
5. To re-elect Mr. Timothy Keith Isaacs, who retires pursuant to Bye-law 85(2), as a Director.	685,032,846	683,088,185	99.72%	1,944,961	0.28%
6. To re-elect Mr. Fraser James Pearce, who retires pursuant to Bye-law 85(2), as a Director.	685,130,636	683,355,471	99.74%	1,775,165	0.26%
7. To approve the payment of a total of US\$517,000 as Directors' fees for the financial year ended 31 December 2017.	684,494,749	444,347,836	64.92%	240,146,913	35.08%

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8. To re-appoint Messrs. Ernst & Young as the Company's Auditors and to authorise the Directors to fix their remuneration.	685,000,049	682,880,105	99.69%	2,119,944	0.31%
9. To authorise the Directors to allot and issue shares and to create and issue instruments and to allot and issue shares in connection therewith.	684,922,242	586,804,516	85.67%	98,117,726	14.33%
10. To authorise the Directors to purchase or acquire issued shares pursuant to the Share Purchase Mandate.	684,672,496	647,642,699	94.59%	37,029,797	5.41%
11. To authorise the Directors to allot and issue shares pursuant to the Noble Group Limited Scrip Dividend Scheme.	684,644,142	681,904,617	99.60%	2,739,525	0.40%

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		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
12. To authorise the Directors and/or the Remuneration and Options Committee of the Company to grant share options and to allot and issue shares pursuant to the Noble Group Share Option Scheme 2014.	683,920,449	577,656,445	84.46%	106,264,004	15.54%
13. To authorise the Directors and/or the Remuneration and Options Committee of the Company to grant awards and to allot and issue shares pursuant to the Noble Group Performance Share Plan.	683,883,293	340,991,590	49.86%	342,891,703	50.14%
14. To authorise the Directors and/or the Remuneration and Options Committee of the Company to grant awards and to allot and issue shares pursuant to the Noble Group Restricted Share Plan 2014.	683,927,593	576,833,678	84.34%	107,093,915	15.66%

By Order of the Board  
Chee Ying LIM  
Company Secretary

27 August 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).

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