

NOTICE CONCERNING COMPULSORY PURCHASE TO THE SHAREHOLDERS OF THE DRILLING COMPANY OF 1972 A/S (COMPANY REG. (CVR) NO. 40 40 47 16) PURSUANT TO SECTIONS 70-72 OF THE DANISH COMPANIES ACT

1 INTRODUCTION

After completion of the Exchange Offer (as defined in section 2 below), Noble Corporation plc ("**Noble**") now holds more than 90% of the total share capital and voting rights in The Drilling Company of 1972 A/S ("**Maersk Drilling**"), excluding treasury shares.

On this basis, Noble has resolved to exercise its right to conduct a compulsory purchase of the shares of Maersk Drilling held by its remaining minority shareholders in accordance with sections 70-72 of the Danish Companies Act (Consolidated Act No. 1952 of 11 October 2021, as amended) and the Euronext Securities Copenhagen Rule Book (the "**Compulsory Purchase**").

Consequently, all remaining minority shareholders of Maersk Drilling are hereby formally requested to transfer their shares in Maersk Drilling to Noble within a period of four weeks expiring on 2 November 2022 at 23:59 (CET) (the "**Compulsory Purchase Period**").

Additional information about the Compulsory Purchase is provided below.

2 BACKGROUND

After completion of the exchange offer submitted by Noble for the acquisition of all shares in Maersk Drilling published on 8 August 2022 (the "**Exchange Offer**") in accordance with the requirements of the Danish Capital Markets Act (Consolidated Act no. 2014 of 1 November 2021 as amended) and the Danish Financial Supervisory Authority's Executive Order on Takeover Bids (Executive Order no. 636 of 15 May 2020), Noble has acquired 37,266,530 shares in Maersk Drilling with a nominal value of DKK 10 each, corresponding to 90.03% of the total share capital and voting rights in Maersk Drilling, excluding treasury shares. As of today, Noble thereby holds 89.73% of the total share capital and voting rights in Maersk Drilling, including treasury shares.

As Noble now holds more than 90% of the total share capital and voting rights in Maersk Drilling, excluding treasury shares, Noble is entitled to conduct a compulsory purchase of the Maersk Drilling shares held by the remaining minority shareholders of Maersk Drilling in accordance with sections 70-72 of the Danish Companies Act. Reference is also made to section 7.7 of the offer document dated 8 August 2022 (the "**Offer Document**"), in which Noble previously informed the shareholders of Maersk Drilling about the possibility of a potential compulsory purchase.

3 CONSIDERATION AND PRICE ETC.

As consideration for the Compulsory Purchase, each individual minority shareholder of Maersk Drilling may elect to receive either Noble Shares (as defined below) or Cash Consideration (as defined below), see section 3.1 and section 3.2, respectively.

3.1 Share Consideration

Each minority shareholder of Maersk Drilling is offered to exchange its shares in Maersk Drilling for shares in Noble (the "**Share Consideration**") whereby each share in Maersk Drilling with a nominal value of DKK 10 can be exchanged for 1.6137 A ordinary shares of Noble with a nominal value of USD 0.00001, delivered in the form of share entitlements issued and registered in Euronext Securities Copenhagen's securities system ("**Noble Shares**") (such ratio, the "**Exchange Ratio**").

If minority shareholders of Maersk Drilling elect the Share Consideration, all such Maersk Drilling shares validly tendered in the Compulsory Purchase will be transferred to a separate securities account with Euronext Securities Copenhagen in the name of Danske Bank A/S and a specific

transfer restriction with respect to such tendered Maersk Drilling shares will be entered into the book-entry account system. Simultaneously, a number of interim acceptance shares corresponding to such number of Maersk Drilling shares tendered in the Compulsory Purchase will be recorded on each respective Maersk Drilling shareholder's account with Euronext Securities Copenhagen and issued in the interim ISIN code DK0061926102 (the "**Compulsory Purchase Acceptance Shares**"). Each Compulsory Purchase Acceptance Share received by a Maersk Drilling shareholder represents the right to receive 1.6137 Noble Shares upon settlement of the Compulsory Purchase.

No fractional Noble Shares will be issued in the Compulsory Purchase. Any Maersk Drilling shareholder who otherwise would be entitled to receive a fraction of a Noble Share pursuant to the Compulsory Purchase shall receive a cash amount, in lieu thereof, without interest and payable in DKK. The cash amount will be equal to such fractional part of a Noble Share (as calculated by the number of Compulsory Purchase Acceptance Shares held by the respective Compulsory Purchase Acceptance Share holder which will entitle the holder to a fractional part of a Noble Share) multiplied by DKK 223.00, corresponding to the closing price on the New York Stock Exchange for a Noble Share on 28 September 2022, which is the second trading day immediately preceding the Merger Effective Time as defined in the Offer Document, rounded to the nearest whole cent and converted from USD to DKK at the Currency Rate (as defined in the Offer Document) on such date.

The Share Consideration, including the Exchange Ratio, is identical to the share consideration offered to the shareholders of Maersk Drilling in connection with the Exchange Offer and which was paid as consideration by Noble to the shareholders of Maersk Drilling accepting the Exchange Offer against full or partial payment in shares.

Shareholders of Maersk Drilling are advised that quoted price of Noble Shares may fluctuate, but that any such fluctuations will not affect the number of Noble Shares delivered as Share Consideration per share in Maersk Drilling based on the Exchange Ratio.

The Noble Shares are admitted to trading and official listing on Nasdaq Copenhagen A/S under ISIN code GB00BMXNWH07. For additional information about the Noble Shares and the rights attached to the Noble Shares, reference is made to the exemption document published by Noble on 8 August 2022 and the listing prospectus published by Noble on 8 September 2022, which, subject to certain restrictions in certain jurisdictions, are available on Noble's website, www.noblecorp.com, and on Maersk Drilling's website, www.investor.maerskdrilling.com.

The Noble Shares offered as consideration to the remaining shareholders of Maersk Drilling will in every respect have the same rights as the existing Noble shares paid as consideration in the Exchange Offer and admitted to trading and official listing on Nasdaq Copenhagen A/S.

3.2 *Cash Consideration*

Any minority shareholders who do not wish to exchange their Maersk Drilling shares for Noble Shares in accordance with section 3.1 above may elect to receive cash consideration instead (the "**Cash Consideration**").

Maersk Drilling shareholders, who have not accepted to transfer their Maersk Drilling shares during the Compulsory Purchase Period, see section 5, will automatically receive Cash Consideration for the compulsory purchase of their Maersk Drilling shares following expiry of the Compulsory Purchase Period.

The Cash Consideration will be determined in the same way as the cash consideration offered to the shareholders of Maersk Drilling in connection with the Exchange Offer. However, the Cash Consideration is not subject to any of the caps applicable in the Exchange Offer, including the aggregate cash consideration cap of USD 50 million applicable to the Exchange Offer as a whole and the USD 1,000 cap applicable to each Maersk Drilling shareholder individually.

Consequently, the Cash Consideration for each share in Maersk Drilling with a nominal value of DKK 10 will correspond to DKK 340.98 (USD 46.79). The Cash Consideration is calculated as the

product of the Exchange Ratio and USD 29.0, which represents the volume-weighted average closing price of the New York Stock Exchange of the shares of Noble Corporation for the 10 trading days ending on the date two Business Days (as defined in the Offer Document) prior to the publication of the Offer Document. The Cash Consideration will be payable in DKK with such amount payable in DKK translated from USD at the Currency Rate (as defined in the Offer Document) on the date that is two Business Days prior to the publication of the Offer Document, which as of 4 August 2022 was 7.2876.

Maersk Drilling shareholders who have elected to receive Cash Consideration for transferring their Maersk Drilling shares will not receive any Compulsory Purchase Acceptance Shares.

Shareholders of Maersk Drilling are informed that the Cash Consideration will not be affected by any share price fluctuations during the period since the settlement of the Exchange Offer, and the amount of Cash Consideration thus corresponds to the cash consideration offered to the shareholders of Maersk Drilling in connection with the Exchange Offer, however, without the Cash Consideration being subject to any of the caps applicable in the Exchange Offer, including the aggregate cash consideration cap of USD 50 million applicable to the Exchange Offer as a whole and the USD 1,000 cap applicable to each Maersk Drilling shareholder individually.

3.3 *Payment of consideration*

If Maersk Drilling pays a dividend (declared as final or in any other way binding on Maersk Drilling) and/or otherwise makes distributions or payments to its shareholders prior to completion of the Compulsory Purchase, the consideration to be provided in accordance with the Compulsory Purchase will be adjusted with the dividend and/or amount distributed per share, see sections 3.1 and 3.2, on a DKK-for-DKK basis at the discretion of the board of directors of Noble.

For minority shareholders who have elected to exchange their Maersk Drilling shares for Noble Shares, see section 3.1, settlement of the Compulsory Purchase, including the delivery of any Noble Shares, will take place through the Maersk Drilling shareholder's Euronext Securities Copenhagen account following expiration of the Compulsory Purchase Period.

If the respective Maersk Drilling shareholder instead elects to receive Cash Consideration for transferring his/her Maersk Drilling shares to Noble, see section 3.2, settlement will take place after expiry of the Compulsory Purchase Period by cash payment in DKK into the relevant Maersk Drilling shareholder's account linked to the relevant securities account. As soon as possible hereafter, Noble will compulsorily purchase against payment of Cash Consideration the Maersk Drilling shares of any minority shareholders who have not voluntarily transferred their Maersk Drilling shares to Noble prior to the expiry of the Compulsory Purchase Period, see also section 3.2. Payment will take place in DKK into the relevant Maersk Drilling shareholder's account linked to the relevant securities account.

If the consideration is paid in cash, any bank fees, brokerage fees and/or other costs in connection with the Maersk Drilling shareholders' sale of shares are payable by the respective Maersk Drilling shareholder, and such fees and costs will not be paid by Noble.

3.4 *Expert valuation*

It is stipulated in section 70(2) of the Danish Companies Act that, if contested, the consideration for a compulsory purchase must be determined in accordance with the provisions of section 67(3) by an expert appointed by the court at the company's registered office. However, as Noble exercises its right to conduct the Compulsory Purchase of the shares held by Maersk Drilling's remaining minority shareholders pursuant to sections 70-72 of the Danish Companies Act within three months of completion of the Exchange Offer, and at least 90% of the share capital and voting rights covered by the Exchange Offer accepted the Exchange Offer, the price of the Exchange Offer is deemed to be reasonable, see section 70(4) of the Danish Companies Act.

Consequently, and as the Share Consideration and the Cash Consideration correspond to the consideration offered to the Maersk Drilling shareholders in connection with the Exchange Offer, the remaining minority shareholders are prevented from demanding that the consideration is determined by an expert, see section 70(2), cf. subsection (4), of the Danish Companies Act.

3.5 *Taxation*

The Danish Tax Agency has indicated that if a Maersk Drilling shareholder, whose Maersk Drilling shares are compulsory purchased, elects the Share Consideration, then for Danish tax purposes the sales price of the Maersk Drilling shares shall be determined on the basis of the closing price of the Noble Shares on Nasdaq Copenhagen A/S the day when the respective Maersk Drilling shareholder informs Noble of the election to exchange the Maersk Drilling shares to Noble Shares. The tax disposal date is therefore prior to the date on which the Noble Shares are delivered and are available for trading (which is expected to be on or around 11 November 2022). For Danish tax purposes, the sales price of the Maersk Drilling shares which are purchased for cash in connection with the Compulsory Purchase, is the received cash amount (i.e. DKK 340.98 for each Maersk Drilling share).

4 INFORMATION ABOUT ACCEPTANCE

Any Maersk Drilling shareholder electing to transfer his/her shares to Noble, regardless of whether the Share Consideration or Cash Consideration is elected, must contact his/her account holding institution prior to the expiry of the Compulsory Purchase Period and request that the Maersk Drilling shares be transferred to Noble.

Acceptance of transfer of the Maersk Drilling shares may be communicated by completing and submitting the enclosed acceptance form to the shareholder's own account holding institution or online via the respective Maersk Drilling shareholder's account holding institution's web bank solution, which will then communicate the Maersk Drilling shareholder's acceptance to:

Danske Bank A/S
Holmens Kanal 2-12
1092 Copenhagen K
Denmark

Maersk Drilling shareholders, who have accepted to have their Maersk Drilling Shares purchased during the Compulsory Purchase Period, should note that the transfer of shares in Maersk Drilling must be notified to the Maersk Drilling shareholder's own account holding institution in due time to allow the account holding institution to process and communicate the transfer to Danske Bank A/S, which must have received such notice of transfer prior to the expiry of the Compulsory Purchase Period.

Settlement of the transferred Maersk Drilling shares will take place after expiry of the Compulsory Purchase Period. All Maersk Drilling shares transferred to Noble in accordance with such notice must be free from any charges or encumbrances of any kind. As soon as possible hereafter, Noble will compulsorily purchase against payment of Cash Consideration the Maersk Drilling shares of any minority shareholders who have not voluntarily transferred their Maersk Drilling shares to Noble prior to the expiry of the Compulsory Purchase Period, see also sections 3.2 and 3.3.

5 WHAT IS THE PROCESS FOR SHAREHOLDERS WHO DO NOT TRANSFER THEIR SHARES?

After expiry of the Compulsory Purchase Period, Noble will compulsorily purchase against payment of Cash Consideration the Maersk Drilling shares of any minority shareholders who have not voluntarily transferred their Maersk Drilling shares to Noble prior to the expiry of the Compulsory Purchase Period, see also sections 3.2 and 3.3. The payment of the Cash Consideration will take place through Euronext Securities Copenhagen and in exchange of such payment, ownership of the

Maersk Drilling shares held by minority shareholders who have not transferred their Maersk Drilling shares is concurrently transferred to Noble.

After the expiry of the Compulsory Purchase Period, Noble will thus be registered as the holder of all outstanding shares in Maersk Drilling, and the register of shareholders will be updated to reflect that Noble is the holder of all Maersk Drilling shares, excluding any treasury shares.

Sugar Land, Texas, 4 October 2022

Noble Corporation plc

Statement from the board of directors of The Drilling Company of 1972 A/S (CVR no. 40 40 47 16) on the terms of the compulsory purchase

The Board of Directors of Maersk Drilling has reviewed the terms of the Compulsory Purchase as described in the notice on Compulsory Purchase by Noble and issued this statement pursuant to Section 70(2) of the Danish Companies Act. All remaining shareholders may transfer their Maersk Drilling shares to Noble in exchange for receiving, at the election of the shareholder, a number of Noble Shares equal to the share consideration offered under the Exchange Offer (1.6137 Noble Shares per Maersk Drilling share) or a full cash consideration equal to DKK 340.98 per Maersk Drilling share based on the volume-weighted average closing price of the Noble Corporation shares for the 10 trading days ending on 4 August 2022 and the USD/DKK exchange rate on 4 August 2022. It is noted that the current market price of Noble Shares may vary in this regard. The consideration offered is equal to the consideration offered to all shareholders of Maersk Drilling in connection with the Exchange Offer, however, the cash consideration is not subject to any cash consideration cap. According to the Danish Companies Act sections 70(4) and 71(3), the consideration offered during the Compulsory Purchase is deemed reasonable given that Noble has acquired at least 90% of the share capital and voting rights of Maersk Drilling covered by the Exchange Offer and the Compulsory Purchase is made in connection with the Exchange Offer. The Board of Directors of Maersk Drilling refers to its statement on the Exchange Offer published on 8 August 2022.

Copenhagen, 4 October 2022

The board of directors of

The Drilling Company of 1972 A/S

ACCEPTANCE FORM FOR COMPULSORY PURCHASE OF SHARES IN THE DRILLING COMPANY OF 1972 A/S

(To be submitted by the respective Maersk Drilling shareholder to his or her own account holding institution)

Acceptance must be communicated through the shareholder's own account holding institution in due time in order for the account holding institution to process, register and communicate the acceptance to Danske Bank A/S (on behalf of Noble Corporation plc), which must have received such acceptance no later than 2 November 2022 at 23:59 (CET).

I/we hereby represent that the shares in The Drilling Company of 1972 A/S, which are transferred to Noble Corporation plc, are free from any charges, liens, encumbrances and/or other third party rights.

ACCEPTANCE OF OFFER

In accordance with the terms set out in the compulsory purchase notice published by Noble Corporation plc on 4 October 2022 concerning the compulsory purchase of shares from the remaining shareholders of The Drilling Company of 1972 A/S pursuant to sections 70-72 of the Danish Companies Act (the "**Compulsory Purchase**"), I/we hereby accept the Compulsory Purchase in respect of the following number of Maersk Drilling shares (ISIN DK0061135753) in accordance with the offer ticked below: *(tick the box and fill out the information of either option (A) or option (B). If no option is chosen, both options are chosen or the information provided is incomplete, option (A) will be deemed chosen):*

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No. of Maersk Drilling shares to be tendered for Noble Corporation plc Shares.

I/we permit the effectuation of the sale by transfer of the shares in The Drilling Company of 1972 A/S from my/our custody account with:

Account holding institution:	Custody account no.:
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(A) OFFER FOR CONSIDERATION IN THE FORM OF SHARES

Offer to exchange each one share in The Drilling Company of 1972 A/S with a nominal value of DKK 10 for 1.6137 A ordinary shares with a nominal value of USD 0.00001 in Noble Corporation plc (ISIN GB00BMXNWH07), delivered in the form of share entitlements issued and registered in Euronext Securities Copenhagen's securities system.

I/we authorise a transfer of the shares in Noble Corporation plc received by exchange of shares in The Drilling Company of 1972 A/S to my/our above stated custody account.

(B) OFFER FOR CONSIDERATION IN CASH

Offer for cash payment of DKK 340.98 per share with a nominal value of DKK 10 in The Drilling Company of 1972 A/S.

I/we authorise a transfer of the cash proceeds from the sale of shares in The Drilling Company of 1972 A/S to my/our account linked to my/our above stated custody account.

I/we confirm that the name and address stated in the signature box below are identical to the name and address of the account holder of the above-mentioned account.

ACCEPTANCE OF APPLICABLE BANK TRANSFER AND/OR CURRENCY EXCHANGE FEES

I/we acknowledge and accept that I/we are liable for any and all bank transfer or currency exchange fees charged by the recipient bank as a result of having received a transfer of proceeds from the shares transferred to me/us from Noble Corporation plc. The proceeds from the shares will be paid and transferred in Danish kroner and, if transferred to a bank outside Denmark, the amount will be exchanged by the recipient bank into the relevant bank's local currency at an exchange rate to be freely determined by the recipient bank. I/we acknowledge and accept that rates of exchange may fluctuate, and I/we accept the risk of such fluctuations.

I/we hereby confirm and accept disclosure of this acceptance form and the information provided herein by and between The Drilling Company of 1972 A/S, Noble Corporation plc, Danske Bank A/S and my/our account holding institution for the purpose of accepting the Compulsory Purchase.

INFORMATION ABOUT THE ACCEPTING SHAREHOLDER AND SIGNATURE:

Name:
Address:
Postal code, city and country:
Company reg. (CVR) no./Civil reg. (CPR) no.:
Telephone:
E-mail address:
Date and signature:

THE UNDERSIGNED ACCOUNT HOLDING INSTITUTION AGREES TO TRANSFER THE ABOVE-MENTIONED SHARES IN THE DRILLING COMPANY OF 1972 A/S TO NOBLE CORPORATION PLC VIA DANSKE BANK A/S

The undersigned account holding institution agrees to transfer the above shares in The Drilling Company of 1972 A/S to Noble Corporation plc via Danske Bank A/S, if Noble Corporation plc determines in its reasonable discretion that this acceptance form is in accordance with the Compulsory Purchase and that the conditions to the Compulsory Purchase (as set out in the notice relating to the Compulsory Purchase) have been satisfied or (subject to applicable laws, rules and regulations) waived by Noble Corporation plc:

Company reg. (CVR) no.:	CD identification:
Company stamp and signature:	

Information to the account holding institution:

Upon the endorsement of this acceptance form, the shareholder's account holding institution shall no later than 2 November 2022 at 23:59 (CET) have submitted this acceptance form to Danske Bank A/S, Issuer Services, Holmens Kanal 2-12, DK-1092 Copenhagen, Denmark.