



B #:	17426-22
Date:	September 30 th 2022
To:	All Participants, Depository Facilities, and Pledgee Banks
Category:	Service Updates
From:	Andrea Fenner
Attention:	Managing Partners, Officers and Cashiers
Subject:	DTC CHILLS UK SEAS Noble Corporation plc G65431127 G65431135 G65431143 G65431150

On September 30, 2022, Noble Corporation plc (“Noble”) will list UK Class A Ordinary Shares (NE) on the NYSE. Noble Warrants will not be listed. DTC Participants and their clients who wish to re-register certificated shares or warrant (i.e. deposit in or withdraw from DTC) of Noble may be subject to United Kingdom stamp duty.

As DTC will not be collecting or remitting such UK stamp duty; on the September 30, 2022 DTC effective date, Noble shares and warrants were made eligible for virtually all book-entry DTC services, with the exception of physical deposits and physical withdrawals (and DRS). DTC and Noble’s transfer agent, Computershare have, however, developed special procedures that will accommodate the deposit and withdrawal of shares and warrants to a Participant’s account via DTC’s Deposit and Withdrawal at Custodian (“DWAC”) process, the details of which are outlined in the attached procedures. It is important for Participants looking to deposit or withdraw shares or warrants from their DTC account to familiarize themselves with these procedures.

For additional information or questions, or to request a Stock Transfer and DTC Deposit Request Form please contact Computershare at:

Toll Free: 1-866-724-5043

Local number: 1-781-575-2582

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ISSUER: NOBLE CORPORATION PLC

Issue Description	CUSIP	ISIN
A Ordinary Shares	G65431 127	GB00BMXNWH07
WTS 04 02 28 TO SUB FOR ORD 1	G65431 135	GB00BKPBJ119
WTS 04 02 28 TO SUB FOR ORD 2	G65431 150	GB00BKPBJ226
WTS 04 02 26 TO SUB FOR ORD 3	G65431 143	GB00BKPBJ333

SPECIAL INSTRUCTIONS FOR DTC WITHDRAWALS OF NOBLE CORPORATION PLC (“NOBLE”) A ORDINARY SHARES (NE), WTS 04 02 28 TO SUB FOR ORD 1 (“TRANCHE 1 WARRANTS”), WTS 04 02 28 TO SUB FOR ORD 2 (“TRANCHE 2 WARRANTS”) AND WTS 04 02 26 TO SUB FOR ORD 3 (“TRANCHE 3 WARRANTS”).

Note: The DTC Withdrawal function has been turned off, the below steps must be followed in order to successfully withdraw NOBLE A ordinary shares, Tranche 1 Warrants, Tranche 2 Warrants and Tranche 3 Warrants from DTC

WITHDRAWALS FROM DTC

Step 1: DTC participant to complete the NOBLE Stock Transfer Request Form. This form must be signed by Cede & Co (see Step 2) and Medallion-guaranteed by the DTC Participant, under Section 6

Completion of the NOBLE Stock Transfer Request Form:

Section 1 –Consideration Money:

The amount of money that was paid for the transfer (not necessarily the market value of the shares or warrants) in Great Britain Pounds (‘GBP’)

Consideration Nil: If the consideration money paid for the transfer is Nil there will be no Stamp Duty payable. Write “Nil” in section 1.

Transfer exempt: If the transfer is exempt from Stamp Duty, for example, transfer in connection with divorce or dissolution of a civil partnership, or if the consideration given is not chargeable consideration, complete **Certificate 2 under Section 7.**

Consideration paid – under the equivalent value of £1,000: If the consideration money paid for the transfer is, in the equivalent value, between £0.01 and £1,000, please write the amount paid in section 1 and **complete Certificate 1 under Section 7.**

Consideration paid – over the equivalent value of £1,000: If the consideration money paid for the transfer is above the equivalent value of £1,000 then Stamp Duty needs to be paid to the UK Stamp Office in Birmingham. Please write the amount paid in Section 1 as well as the foreign exchange rate from U.S. Dollars (‘USD’) or Euros to Pounds Sterling and the Pounds Sterling equivalent. The foreign exchange rate used **MUST** be the foreign exchange rate noted on the date the Stock Transfer Request Form was executed under Section 6. Please refer to the Stock Transfer Request Form FAQ for more information regarding Stamp Duty.

Section 6 – Authorized Signature: The Authorized Signature needs to be signed by an authorized officer from DTC and medallion guaranteed by the DTC participant. See Step 2

Section 8-New Holder Information:

Please note that registrations in the name of a Trust are not available for NOBLE Ordinary Shares or Warrants.

Please refer to How to Complete Stock Transfer Request Form and FAQs on the Stock Transfer Request Form for further information.

Step 2: The DTC participant forwards the completed NOBLE Stock Transfer Request Form for signature to:

DTC

**Attn: Manager – Cede Vault Processing
570 Washington Blvd 5th Floor
Jersey City, NJ 07310**

An authorized officer of DTC must sign in Section 6 under Authorized Signature. A DTC signature is required since the shares are being debited from the Cede & Co account on the U.S. register. **DTC then returns the signed Stock Transfer Request Form back to the DTC participant.**

Step 3: If Stamp Duty is payable, the DTC participant must send the stamp duty payment to HMRC electronically following the steps outlined on HMRC's website:

<https://www.gov.uk/guidance/pay-stamp-duty>

Step 4: Upon submission of stamp duty payment to HMRC, the completed Stock Transfer Request form signed by DTC, and Medallion-guaranteed by the DTC participant must be sent to HMRC via email to the following email address: stampdutymailbox@hmrc.gov.uk. Following receipt of the stamp duty payment and Stock Transfer Request form, HMRC will send you a confirmation letter. If not Stamp Duty is payable, go to Step 5.

Stamp Duty

What is Stamp Duty?

Stamp Duty is a tax applied by the UK authority, HM Revenue & Customs ("HMRC"), to share transfer forms. If Stamp Duty is payable on a transfer form, then the transfer cannot be registered by the company's registrar or transfer agent unless the Stamp Duty is paid. Stamp Duty is usually payable by the transferee i.e. the recipient of shares from a transfer. You can find out more information about UK Stamp Duty from the Stamp Office Helpline on + 44 1726 209 042 or at <http://www.hmrc.gov.uk/sd/shares/sharetransfers.htm>.

How is Stamp Duty Calculated?

Unless a transfer is exempt, Stamp Duty is calculated (in pounds sterling and rounded up to the nearest £5) at the rate of 0.5% of the consideration money (not necessarily the market value of the shares) paid for the transfer.

What are the exemptions from Stamp Duty?

- Shares that you receive as a gift.
- Shares that someone leaves to you in their Will.
- Shares held in trust that are transferred from one trustee or another.
- Shares that are transferred when you get divorced, or when your civil partnership is dissolved.
- Transfer of shares that a liquidator makes as settlement to Shareholders when a business is wound up

- Transfers of shares where the consideration money (not necessarily the market value of the shares) is less than £1,000.

If exempt, the Stock Transfer Request Form does not need to be sent to the HMRC.

Step 5: The DTC Participant delivers the original fully completed Stock Transfer Request Form either with confirmation letter from the HMRC or with the noted exemptions to Computershare:

Regular mail:

Computershare PO

Box 43078

Providence RI 02940-3078

Overnight/certified/registered delivery:

Computershare

150 Royall St Suite 101

Canton MA 02021

Step 6: Once Computershare receives the original Stock Transfer Request Form, Computershare will contact the DTC participant noted on the Stock Transfer Request Form and request them to initiate a DWAC withdrawal.

Step 7: The DTC Participant initiates a DWAC. The DWAC withdrawal must indicate the new holder's name and address as indicated on the Stock Transfer Request Form.

For additional information or questions, or to request a Stock Transfer Request Form, please contact Computershare at:

Toll Free: 1-866-724-5043

Local number: 1-781-575-2582

ISSUER: NOBLE CORPORATION PLC

Issue Description	CUSIP	ISIN
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WTS 04 02 28 TO SUB FOR ORD 1	G65431 135	GB00BKPBJ119
WTS 04 02 28 TO SUB FOR ORD 2	G65431 150	GB00BKPBJ226
WTS 04 02 26 TO SUB FOR ORD 3	G65431 143	GB00BKPBJ333

SPECIAL INSTRUCTIONS FOR DEPOSITS OF NOBLE CORPORATION PLC (“NOBLE”) A ORDINARY SHARES (NE), WTS 04 02 28 TO SUB FOR ORD 1 (“TRANCHE 1 WARRANTS”), WTS 04 02 28 TO SUB FOR ORD 2 (“TRANCHE 2 WARRANTS”) AND WTS 04 02 26 TO SUB FOR ORD 3 (“TRANCHE 3 WARRANTS”).

Note: The DTC Deposit function has been turned off, the below steps must be followed in order to successfully deposit NOBLE A ordinary shares, Tranche 1 Warrants, Tranche 2 Warrants and Tranche 3 Warrants into DTC.

DEPOSITS INTO DTC

Step 1: Shareholder to complete the NOBLE Stock Transfer and DTC Deposit Request Form.

This form must be signed by the registered shareholder and Medallion-guaranteed, and must contain the depositing DTC participant’s number, the account number with the depositing DTC participant, as well as the DTC participant’s contact name and contact phone number.

Completion of the NOBLE Stock Transfer and DTC Deposit Request Form:

The Field “Value of Securities” should be left blank. As per Step 3 below, once the original forms are received by Computershare, a representative from Computershare will contact the DTC participant noted in the contact details of the Stock Transfer and DTC Deposit Request Form and will advise them of the Value of the Securities. The Value of the Securities (in this case, the market value of the shares or warrants) will be based on the NE (Class A) closing price calculated in US\$ on the New York Stock Exchange (“NYSE”) as at the date the Stock Transfer and DTC Deposit Request Form is executed. The Tranche 1 Warrant, Tranche 2 Warrant and Tranche 3 Warrant values will be based on the closing price NE (Class A).

The Stamp Duty will then be calculated as follows:

- Multiply number of shares by the NE (Class A) closing price on the NYSE as at the date the Stock Transfer and DTC Deposit Request Form is executed
- Convert the US\$ market value of the shares (as per above - noted on the Stock Transfer and DTC Deposit Request Form under ‘Value of Securities’) into Great Britain Pounds (‘GBP’) using the

Foreign Exchange rate, as of the date the Stock Transfer and DTC Deposit Request Form is executed.

- Multiply market value of the shares (as per above) by the Stamp Duty rate of 1.5% (rounded up to nearest £5).
- The wire-payment to Computershare must be in GBP.

Step 2: Send the original share certificate and the completed NOBLE Stock Transfer and DTC Deposit Form to:

Regular mail:

**Computershare PO Box
43078**

Providence RI 02940-3078

Overnight/certified/registered delivery:

**Computershare
150 Royall St Suite 101
Canton MA 02021**

Step 3: Once Computershare receives the original NOBLE share certificate and completed Stock Transfer and DTC Deposit Request Form, a representative from Computershare will contact the DTC participant noted on the Stock Transfer and DTC Deposit Request Form and will advise the DTC participant:

- i) The required Stamp Duty in Great Britain Pounds ('GBP')
Note: once the Stamp Duty amount is communicated, the DTC participant must wire the GBP the same day, otherwise the transaction will be rejected. Computershare will then remit payment to HMRC along with the Stock Transfer and DTC Deposit Request Form to be 'stamped'.
- ii) Computershare's wire account information.

Step 4: Provided your documentation is in good order and that we have received the proper payment in GBP; Computershare will send the Stamp Duty payment and Stock Transfer and DTC Deposit Request Form to HMRC. Upon receipt of the payment confirmation letter from HMRC, Computershare will contact the DTC participant noted on the Stock Transfer and DTC Deposit Request Form and will advise the DTC participant:

- i) To initiate a DWAC deposit; **the DWAC must contain the registration name that appears on the share certificate as well as the share certificate number(s) in the comment section**

It is important that you follow the steps above to ensure that your transfer can be completed. Provided your documentation is in good order and that we have received the proper payment in GBP from your

broker, we will send it to be "stamped" by HMRC at their offices in Birmingham, England, and will aim to complete your transfer within 5 business days from the time it is received back from HMRC (*please note that Computershare is not in a position to advise how long it may take for the entire process to be completed*). If your transfer cannot be processed due to missing or incomplete documentation, we will contact you for more information.

Stamp Duty

What is Stamp Duty?

Stamp Duty at the rate of 1.5% (rounded up to nearest £5) is a tax applied by the UK authority, HM Revenue & Customs ("HMRC") on transfers of UK PLC shares into a foreign depository nominee. The transfer cannot be registered by the company's registrar or transfer agent unless the Stamp Duty is paid. You can find out more

information about UK Stamp Duty from the Stamp Office Helpline on +44 1726 209 042 or at <http://www.hmrc.gov.uk/sd/shares/sharetransfers.htm>.

How is Stamp Duty Calculated?

Stamp Duty is calculated at the rate of 1.5% (rounded up to nearest £5) of the consideration money/market value of shares (in pounds sterling) based on the closing price on the day the Stock Transfer and DTC Deposit Request Form is executed. Please contact Computershare for information about how to calculate the value of your NOBLE ordinary shares or warrants for Stamp Duty purposes.

How do I arrange to pay the Stamp Duty?

Please have your broker contact Computershare to arrange for the payment of Stamp Duty (on your behalf) to Computershare. Computershare will then effect payment of Stamp Duty to HMRC.

For additional information or questions, or to request a Stock Transfer and DTC Deposit Request Form, please contact Computershare at:

Toll Free: 1--866-724-5043

Local number: 1-781-575-2582