

# CAYMAN ISLANDS GAZETTE



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Extraordinary No. 15/2009

Wednesday, 18<sup>th</sup> March 2009

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## COMMERCIAL Grand Court Notices

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IN THE GRAND COURT OF THE CAYMAN ISLANDS  
CAUSE NO: 63 OF 2009

**IN THE MATTER OF SECTIONS 86 AND 87 OF THE COMPANIES LAW (2007 REVISION)  
AND**

**IN THE MATTER OF NOBLE CORPORATION**

**AND**

**IN THE MATTER OF NOBLE CAYMAN ACQUISITION LTD**

### **NOTICE OF HEARING**

NOTICE IS HEREBY GIVEN that on 9<sup>th</sup> February 2009 Noble Corporation ("Noble Cayman") and Noble Cayman Acquisition Ltd. ("Merger Sub"), presented a joint petition to the Grand Court (the "Petition") seeking:-

1. The Court's sanction of two proposed schemes of arrangement:
  - a) a proposed scheme of arrangement between Noble Cayman, the holders of its ordinary shares (the "Scheme Shares") and Noble Corporation (a wholly-owned subsidiary of Noble Cayman incorporated under the laws of Switzerland) ("Noble Switzerland") pursuant to section 86 of the Companies Law (2007 Revision); and
  - b) a proposed scheme of arrangement and amalgamation between Merger Sub, its sole shareholder (Noble Switzerland) and Noble Cayman pursuant to sections 86 and 87 of the Companies Law.
2. Orders under Section 87 of the Companies Law (2007 Revision) with respect to Merger Sub including that:
  - a) it transfer all of its property, assets and rights, real and personal, liabilities and obligations of every description and wherever situated to Noble Cayman;
  - b) it be dissolved without being wound up.

AND NOTICE IS FURTHER GIVEN that the said Petition is directed to be heard by the Grand Court on 26<sup>th</sup> March 2009 at 10:00 a.m. or as soon thereafter as it may be heard.

Any interested party desiring to support or oppose the making of an order on the Petition, whether as a creditor or shareholder of Noble Cayman or Merger Sub or otherwise affected by the orders sought as aforesaid and desiring to be heard on the said Petition, should appear at the time of the hearing in person or by counsel or attorney for the purpose. The attorneys mentioned below will provide a copy of the Petition to any such person requiring the same.

**Dated this 18<sup>th</sup> day of March 2009.**

Maples and Calder

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