



**CHARTER OF THE
SAFETY AND SUSTAINABILITY COMMITTEE
OF THE BOARD OF DIRECTORS
OF NOBLE CORPORATION PLC**

(Effective as of September 30, 2022)

This Charter (this “Charter”) of the Safety and Sustainability Committee (the “Committee”) of the Board of Directors (the “Board”) of Noble Corporation plc (the “Corporation”) shall be effective as of September 30, 2022.

I. Purpose

The primary purposes of the Committee are to:

- A. Inform and assist the Board in its oversight role and make recommendations with respect to the Corporation’s identification, management, monitoring, and mitigation of risk in the areas of health, safety, the environment, and security (“HSES”), including HSES performance and compliance.
- B. Inform and assist the Board in its oversight role and make recommendations with respect to the Corporation’s policies and practices related to sustainability and corporate social responsibility of the Corporation, including environmental and social matters of the Corporation as commonly included in Environmental Social Governance (“ESG”) standards and assessments (collectively “Sustainability”).
- C. Assist the Board in reviewing the Corporation’s policies and management systems with respect to Sustainability and HSES matters.
- D. Monitor compliance with applicable legal and regulatory requirements and other commitments relating to the environmental and social policies and practices of the Corporation’s ESG activities, including, without limitation, any requirements relating to disclosure of information.

II. Composition

- A. The Committee shall be appointed by the Board from its members. The Committee shall consist of a minimum of two directors.

- B. The members of the Committee shall be appointed at the annual meeting of the Board following the annual general meeting of the shareholders of the Corporation, or as otherwise directed by the Board. Each member of the Committee shall serve until the next annual meeting of the Board, unless earlier removed by the Board, or until his or her successor shall be duly appointed. Unless a Chairperson of the Committee is selected by the Board, the members of the Committee may designate a Chairperson by majority vote of the Committee. Committee members may be removed by the Board at any time, with or without cause.

III. Responsibilities

- A. The following shall be recurring responsibilities of the Committee in fulfilling its purposes:

HSES and Sustainability:

1. Oversee the Corporation's strategy on HSES and Sustainability, including:
 - A. Health and safety;
 - B. Process safety;
 - C. The environment;
 - D. Climate;
 - E. Human rights and workplace standards;
 - F. Security and emergency management;
 - G. Charitable and philanthropic activities;
 - H. Public advocacy and government relations; and
 - I. Culture, inclusion, and diversity.
2. Oversee the Corporation's compliance with applicable HSES and Sustainability laws and regulations; material HSES and Sustainability-related litigation and regulatory proceedings in which the Corporation is or may become involved; significant legislation or regulations, public policies or other developments involving HSES and Sustainability matters that will or may have a material effect on the Corporation's business.
3. Review and discuss with management the Corporation's guidelines and policies on risk assessment and management of HSES and Sustainability related matters, including the manner in which risks are identified, evaluated and managed that affect or could affect the Corporation and oversee management of those risks.
4. Oversee and evaluate the sufficiency and strength of the Corporation's governance processes over climate-related risks and receive reports from management on the steps management has taken to monitor and mitigate such risks. Discuss with management the Corporation's guidelines and

policies on the assessment and management of climate-related risks, including the manner in which such risks are identified, evaluated and managed, and progress of the Corporation toward climate-related targets and goals.

5. Review HSES and Sustainability audits performed by the Corporation or by third parties and monitor the Corporation's plans developed from those audits and the implementation of such plans.
6. Review and recommend to the Board principles, policies and practices of Sustainability applicable to the Corporation, including making recommendations to the Board regarding the content and format of the Corporation's annual sustainability report and other applicable sustainability disclosure.

General & Administrative:

1. Advise the Board regarding significant shareholder concerns and shareholder proposals related to HSES or Sustainability matters or other areas.
 2. Review the adequacy of this Charter annually and recommend any proposed changes to the Board for approval. Such review shall include input from counsel as to current best practices with respect to the Committee's duties and responsibilities.
 3. Conduct an annual evaluation of the performance of the Committee's duties under this Charter and present the results of the evaluation to the Board.
- B. The Committee shall perform any other duties or responsibilities delegated to the Committee by the Board from time to time.
- C. The Committee may form and delegate authority to one or more subcommittees when appropriate.
- D. The Committee shall have access to such corporate resources as are necessary to carry out its charter authority.

IV. Meetings

The Committee shall meet at such times and places as it shall deem advisable.

The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.

V. Reporting

The proceedings of all meetings of the Committee will be documented in the minutes, which will be approved by the Committee and made available at meetings of the full Board.

VI. Retention of Advisors

The Committee shall have the sole authority to retain (including the sole authority to approve any fees or retention terms), obtain the advice of and terminate, from time to time, as the Committee deems necessary, any legal counsel or other independent advisors to assist the Committee in fulfilling its duties and responsibilities hereunder. The Committee shall receive appropriate funding from the Corporation, as determined by the Committee in its capacity as a committee of the Board, for the payment of compensation to its legal counsel or other independent advisors.