

# Compliance Day 2026

20 April





Bribery  
– key things to remember



# Bribery

## 1. Zero Tolerance for Bribery and Improper Influence

Noble employees MAY NOT offer ANYTHING of value to obtain an improper advantage or influence official actions; AND MAY NOT authorize anyone to do it on our behalf.





# Bribery

## 2. Be alert to signs of bribery. Third parties frequently:

- i Use vague or indirect language**
- Asking for a favor or help w/o specifying what they want in return.
  - Saying they can “smooth things over”, “make things easier” or “speed things up”
  - Pressuring you saying “this is how things work around here”

- ii Create a false sense of urgency to pressure you into paying a bribe**
- Your project/request is facing obstacles/issues they can help with
  - Advising you make a quick decision and don’t need to involve others

- iii Initiate improper communication and encourage process circumvention**
- Contact outside of normal business channels
  - Advising you make a quick decision and don’t need to involve others



Thank you!





Conflict of Interest  
– 4 key things to remember



# Conflict of Interest

## 1. Other Jobs & Personal Connections

i **Examples:** previous employment with a vendor, close friends/relatives at a supplier, board service tied to Noble work

ii If your team evaluates, contracts with, or manages that company, disclose immediately and recuse as needed

iii Document the disclosure and any mitigation steps

→ **Takeaway:** Tell Ethics & Compliance if you have any other jobs or any personal connections (past or present) with companies Noble evaluates, contracts with, or manages





# Conflict of Interest

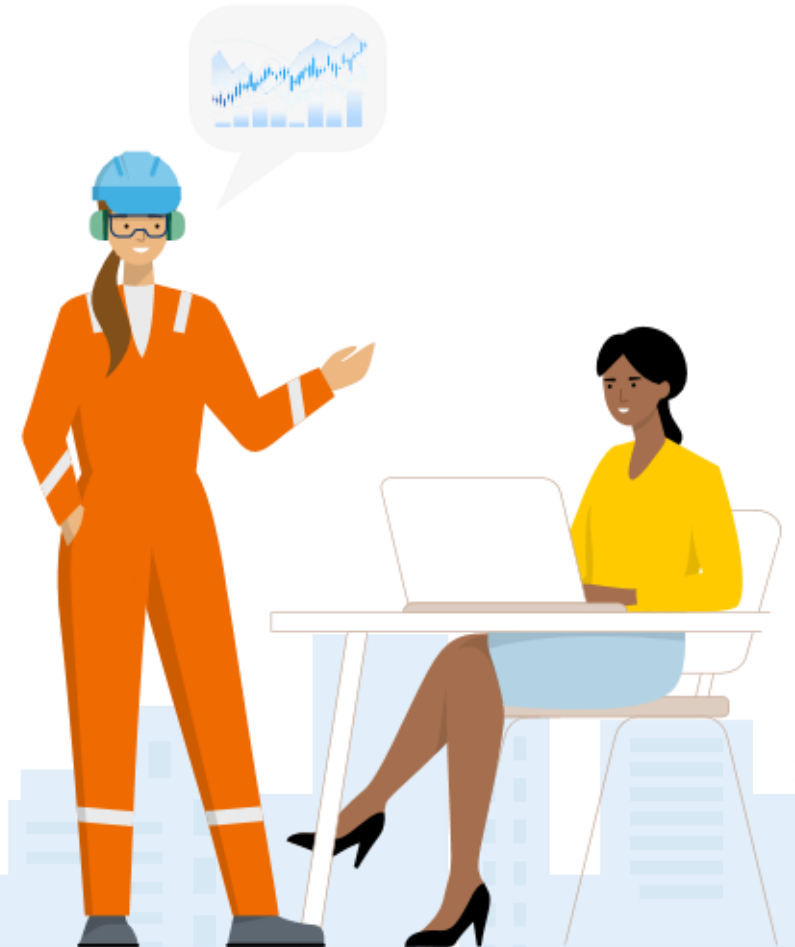
## 2. Financial Interests

i Direct holdings include: individual shares, stock options, RSUs

ii Household holdings may create perceived conflicts—disclose when unsure

iii Diversified mutual funds/ETFs usually OK, but check if concentrated

→ **Takeaway:** Disclose any significant financial investments you have directly made in oil & gas companies or companies you work with, other than Noble, to Ethics & Compliance





# Conflict of Interest

## 3. Outside Activities During Work Hours

**i** **Examples:** second job, consulting, teaching, side business, nonprofit roles

**ii** Get approval before activities requiring time during Noble work hours

**iii** Do not use Noble resources for outside work

→ **Takeaway:** Get your manager's approval for any non-Noble-work activities that require time or attention during your Noble work hours





# Conflict of Interest

## 4. Perception Matters as Much as Reality



A perceived conflict can erode trust just like an actual conflict



Manage the appearance: disclose, be transparent, and document recusal or alternate approvals



When unsure, ask your manager or E&C before proceeding



**Takeaway:** A perceived conflict of interest is no different than an actual conflict of interest





# Artificial Intelligence – key things to remember



# Artificial Intelligence

i Only AI tools approved by Noble's IT Department may be used to perform work FOR Noble AND on Noble Devices.

iii Be transparent and critical about AI use. AI should be used as an "assistant" not an authority."

ii DO NOT input company information into AI tools that have NOT been approved by IT.

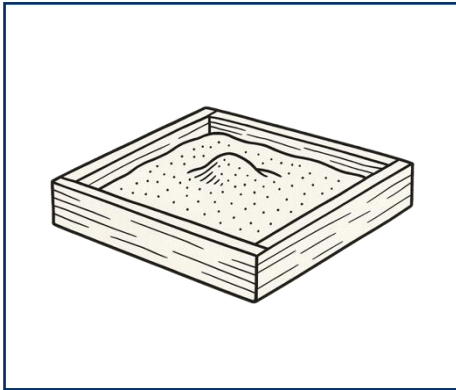
iv Employees must obtain approval from Noble's IT Department before using any AI tool by contacting **[infosec@noblecorp.com](mailto:infosec@noblecorp.com)**.



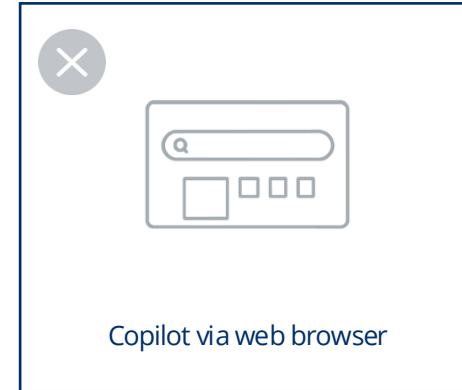
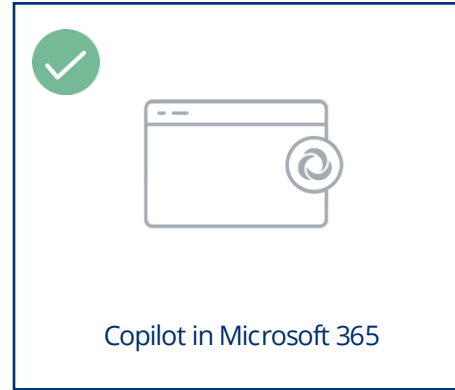


# Artificial Intelligence

## Contained v. Non-contained Environment



## Copilot-Internal v. External





Insider Trading  
– 4 key things to remember



# Insider Trading

## 1. Don't Act Outside the Market

- i Material = information a reasonable investor would consider important
- iii Non-public = not broadly released (press release, SEC filing, earnings call)

- ii **Examples:** earnings, major contracts, M&A, cybersecurity incidents, leadership changes
- iv Never trade until information is public AND fully absorbed by the market

→ **Takeaway:** If you know something material about Noble that isn't public, don't trade





# Insider Trading

## 2. Keep Confidential Information Confidential



Sharing that information ('tipping') is illegal—even if you don't trade



**Examples:** hinting to family, discussing deals socially, forwarding sensitive emails



Both the person sharing and the person trading can face liability



Share only with colleagues who genuinely need it to perform their job



**Takeaway:** If someone doesn't have a business need to know, don't share it





# Insider Trading

## 3. Trust the process

i Noble blackout periods restrict trading around earnings

ii Follow policy rules

iii Cooling-off periods apply after earnings announcements

→ **Takeaway:** Always follow internal procedures and, if you don't know what to do, ask Legal (our General Counsel + Associate General Counsel, Corporate)





# Insider Trading

## 4. It Isn't Worth the Risk



Insider-trading violations can lead to criminal enforcement



Regulators quickly detect abnormal or suspicious trading patterns



Reputational harm can be permanent and affect future employment



**Takeaway:** Insider trading is assessed in hindsight. The consequences will always outweigh the financial gain

