



**RIVERSTONE HOLDINGS LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200510666D)

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the Company will be held by electronic means on Monday, 26 April 2021 at 2.00 p.m. for the following purposes:

**Ordinary Business**

- To receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 31 December 2020 together with the Auditors' Report thereon. **(Resolution 1)**
- To declare a special tax exempt (1-tier) dividend of 4.00 sen [RM] per ordinary share and final tax exempt (1-tier) dividend of 16.00 sen [RM] per ordinary share for the financial year ended 31 December 2020. **(Resolution 2)**
- To record the retirement of Mr Albert Ho Shing Tung who is retiring in accordance with Article 93 of the Constitution of the Company. **(Resolution 3)**
- To re-elect Mr Lee Wai Keong who is retiring by rotation pursuant to Article 93 of the Constitution of the Company.  
**[See Explanatory Note (i)]** **(Resolution 3)**
- To approve the appointment of Mr Yoong Kah Yin as a director of the Company.  
**[See Explanatory Note (ii)]** **(Resolution 4)**
- To approve the appointment of Mr Lim Jun Xiong Steven as a director of the Company.  
**[See Explanatory Note (iii)]** **(Resolution 5)**
- To approve the payment of the Directors' fees of SGD232,000 or approximately RM702,960 (based on the rate of exchange of SGD1: RM3.03) for the financial year ending 31 December 2021 to be paid on a quarterly basis (2020: SGD197,000 or RM596,910 based on the exchange rate of SGD1: RM3.03) **(Resolution 6)**
- To re-appoint Messrs Ernst & Young LLP as the Company's Auditors and to authorise the Directors to fix their remuneration. **(Resolution 7)**
- To transact any other ordinary business which may properly be transacted at an Annual General Meeting.

**As Special Business**

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions, with or without any modifications:

- Authority to allot and issue shares. **(Resolution 8)**  
"THAT, pursuant to Section 161 of the Companies Act, Cap. 50 and Rule 806(2) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST"), authority be and is hereby given to the Directors of the Company to:-
  - issue shares in the capital of the Company ("shares") whether by way of rights, bonus or otherwise; and/or
  - make or grant offers, agreements or options (collectively, "Instruments") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible into shares, at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and
- (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force, provided that:
  - the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed fifty per cent. (50%) of the Company's total number of issued shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed twenty per cent. (20%) of the Company's total number of issued shares excluding treasury shares and subsidiary holdings (as calculated in accordance with sub-paragraph (2) below).
  - (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the total number of issued shares (excluding treasury shares and subsidiary holdings) is based on the Company's total number of issued shares (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
    - new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards; and
    - any subsequent bonus issue, consolidation or subdivision of shares;Adjustments in accordance with (i) and (ii) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this resolution.
  - in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being of the Company; and
  - (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier." **[See Explanatory Note (iv)]**

By Order of the Board

Chan Lai Yin  
Lee Pay Lee  
Company Secretaries  
Singapore, 9 April 2021

**Explanatory Notes:**

- Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the detailed information of Mr Lee Wai Keong who is seeking re-election at the Annual General Meeting can be found under "Disclosure of Information on Director seeking re-election or appointment".
- Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, detailed information of Mr Yoong Kah Yin who is proposed to be appointed as a Director of the Company can be found under "Disclosure of Information on Director seeking re-election or appointment".
- Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, detailed information of Mr Lim Jun Xiong Steven who is proposed to be appointed as a Director of the Company can be found under "Disclosure of Information on Director seeking re-election or appointment".
- Ordinary Resolution 8 proposed in item 10 above, if passed, will empower the Directors from the date of the above Meeting until the date of the next Annual General Meeting, to allot and issue shares and convertible securities in the Company. The aggregate number of shares (including any shares issued pursuant to the convertible securities) which the Directors may allot and issue under this Resolution will not exceed fifty per cent. (50%) of the Company's total number of issued shares excluding treasury shares and subsidiary holdings of the Company. For issues of shares other than on a pro rata basis to all shareholders, the aggregate number of shares to be issued will not exceed twenty per cent. (20%) of Company's total number of issued shares excluding treasury shares and subsidiary holdings of the Company. This authority will, unless previously revoked or varied at a general meeting, expire at the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier. However, notwithstanding the cessation of this authority, the Directors are empowered to issue shares pursuant to any Instrument made or granted under this authority.

**Notes:**

- Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by shareholders can participate at the AGM by observing and/or listening to the proceedings of the AGM through either live audio-visual webcast or live audio-only stream ("electronic means"), submission of questions in advance of the AGM and ask questions during the AGM, addressing of substantial and relevant questions, are set out in the Company's announcement dated 9 April 2021 (the "Announcement"), which has been uploaded together with this Notice of AGM on SGXNet on the same day. The Announcement may also be assessed on the Company's website [www.riverstone.com.my](http://www.riverstone.com.my). For the avoidance of doubt, the aforesaid section is circulated together with and forms part of this Notice of AGM.
- Due to the current COVID-19 restriction orders in Singapore, a member of the Company will not be able to attend the AGM in person. A member of the Company (whether individual or corporate and including a Relevant Intermediary\*) must appoint the Chairman of the AGM in as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM, if such member wishes to exercise his/her/its voting rights at the AGM. In appointing the Chairman of the AGM as proxy, a member of the Company (whether individual or corporate and including a Relevant Intermediary\*) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
- The Chairman of the AGM, as proxy, need not be a member of the Company.
- In the case of Shares entered in the Depository Register, the Company may reject any instrument appointing the Chairman of the AGM as proxy lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM (i.e. by 2:00 p.m. on 23 April 2021), as certified by The Central Depository (Pte) Limited to the Company.
- An investor who holds shares under the Supplementary Retirement Scheme ("SRS Investor") who wish to vote at the AGM should approach their respective agent banks to submit their votes at least seven (7) working days before the date of the AGM (i.e. by 2:00 p.m. on 15 April 2021). SRS Investors are requested to contact their respective agent banks for any queries they may have with regard to the appointment of the Chairman of the AGM as proxy for the AGM.
- The instrument appointing the Chairman of the AGM as a proxy, together with the power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof, must:
  - be deposited at the Company's registered office at 80 Robinson Road, #02-00 Singapore 068898; or
  - send electronic mail to [proxy2021@riverstone.com.my](mailto:proxy2021@riverstone.com.my) enclosing signed PDF copy of the Proxy Form; not less than forty-eight (48) hours before the time appointed for the AGM.

**NOTICE OF RECORD DATE**

**NOTICE IS HEREBY GIVEN** that the Share Transfer Books and Register of Members of Riverstone Holdings Limited (the "Company") will be closed on 4 May 2021 for the preparation of dividend warrants for the proposed special tax exempt (1-tier) and final tax exempt (1-tier) dividend of 4.00 sen [RM] and 16.00 sen [RM] per ordinary share respectively for the financial year ended 31 December 2020 (the "Proposed Special and Final Dividends"). Duly completed registrable transfers received by the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. of 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 up to 5.00 p.m. on 3 May 2021 will be registered to determine members' entitlements to the said Proposed Special and Final Dividends. Members whose securities accounts with The Central Depository (Pte) Limited are credited with shares at 5.00 p.m. on 3 May 2021 will be entitled to the said Proposed Special and Final Dividends. Payment of the said Proposed Special and Final Dividends, if approved by the members at the Annual General Meeting to be held on 26 April 2021, will be made on 20 May 2021.

By Order of the Board

Chan Lai Yin  
Lee Pay Lee  
Company Secretaries  
Singapore, 9 April 2021

**Personal Data Privacy**

Where a member of the Company submits an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"); (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes.