



**RIVERSTONE HOLDINGS LIMITED**

(Company Registration Number 200510666D)

(Incorporated in the Republic of Singapore)

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**PROPOSED BONUS SHARE ISSUE**

**– RECEIPT OF IN-PRINCIPLE APPROVAL FROM SGX-ST**

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**1. INTRODUCTION**

The Board of Directors of the Company ("**Board**") refers to the announcement made on 5 November 2015 in relation to the Proposed Bonus Issue (the "**Announcement**").

Unless otherwise defined, capitalised terms in this announcement shall bear the same meaning as ascribed to them in the Announcement.

**2. RECEIPT OF IN-PRINCIPLE APPROVAL FROM SGX-ST**

Further to the Announcement, the Board is pleased to announce that the SGX-ST has on 24 December 2015 given its in-principle approval ("**AIP**") for the Proposed Bonus Issue and the listing of and quotation for an aggregate of 371,226,025 Bonus Shares on the basis of one (1) Bonus Share for every one (1) existing ordinary share in the capital of the Company held by Shareholders.

The Bonus Shares will be allotted and issued as fully paid at no consideration to entitled Shareholders without capitalisation of the Company's reserves. The Bonus Shares, when allotted and issued, will rank *pari passu* in all respects with the existing ordinary shares in the capital of the Company and with each other, except that the Bonus Shares will not be entitled to any dividends, rights, allotments or other distributions, the record date for which falls on a date before the date on which the Bonus Shares are allotted and issued.

**3. CONDITIONS TO THE AIP**

The AIP granted by the SGX-ST is subject to the following conditions:

- (a) compliance with the SGX-ST's listing requirements;
- (b) Shareholders' approval being obtained for the Proposed Bonus Issue; and
- (c) the submission of a written confirmation by the Company to the SGX-ST confirming that the Proposed Bonus Issue is in compliance with the Companies Act, Chapter 50 of Singapore.

Shareholders are to note that the AIP granted by the SGX-ST is not to be taken as an indication of the merits of the Proposed Bonus Issue, the Bonus Shares, the Company and/or its subsidiaries ("**Group**").

#### **4. EXTRAORDINARY GENERAL MEETING AND BOOKS CLOSURE DATE**

The Proposed Bonus Issue is subject to the approval of Shareholders at an extraordinary general meeting ("**EGM**") of the Company to be convened. A circular setting out, amongst other things, details of the Proposed Bonus Issue and enclosing the Notice of EGM will be despatched to Shareholders in due course ("**Circular**"). The SGX-ST has today provided its in-principle clearance on the Circular and Shareholders should note that the SGX-ST's in-principle clearance on the Circular is not to be taken as an indication of the merits of the Proposed Bonus Issue or the Group.

The Books Closure Date for the purpose of determining the entitlements of Shareholders under the Proposed Bonus Issue will be announced by the Company in due course.

BY ORDER OF THE BOARD

Wong Teek Son  
Executive Chairman/Chief Executive Officer

28 December 2015