

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Seventy Fifth Annual General Meeting of Riverview Rubber Estates, Berhad will be held at 33 (1st Floor) Jalan Dato' Maharajalela, 30000 Ipoh, Perak Darul Ridzuan, Malaysia on **Friday, 20 June 2014 at 11.30 am** for the purpose of considering and, if thought fit, passing the following resolutions:

AGENDA

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2013 together with the Directors' and Auditors' reports thereon. ***(Please refer to Note 5)***

2. To approve the payment of Directors fees of RM65,000 per annum for each Director, and an additional RM5,000 for the Chairman for the financial year ended 31 December 2014. **Resolution 1**

3. To appoint the following person(s) as Director(s) of the Company in place of the retiring Director(s):
 - i. Dr Leong Tat Thim as Director of the Company in accordance with Section 129 (6) of the Companies Act, 1965. **Resolution 2**
 - ii. Timothy John Huntsman as Director in accordance with Section 126 of the Companies Act, 1965. **Resolution 3**

Juliana Manohari Devadason who retires in accordance with Article 96 of the Company's Articles of Association has expressed her intention not to seek re-election.

Lim Hu Fang who was appointed on 22 June 2002 has expressed her intention not to seek re-election in line with the recommendations in the Malaysia Code of Corporate Governance (MCCG) 2012.

4. To re-elect Oliver John Harold Huntsman who retires in accordance with Article 88 of the Company's Articles of Association and being eligible, offers himself for re-election. **Resolution 4**

5. To re-elect Mohd. Razali bin Mohd Amin who retires in accordance with Article 88 of the Company's Articles of Association and being eligible, offers himself for re-election. **Resolution 5**

6. To re-appoint Messrs. Sekhar & Tan as Auditors' of the Company for the ensuing financial year and to authorize the Directors to fix the Auditors' remuneration. **Resolution 6**

NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

By Order of the Board

Tsen Keng Yam

MIA 1476

Company Secretary

16 May 2014

NOTES

Proxy

1. *A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company and the provision of Section 149 (1) (b) of the Companies Act, 1965 shall not apply to the Company.*
2. *A member shall not be entitled to appoint more than two (2) proxies. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.*
3. *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.*
4. *The instrument appointing a proxy must be deposited at the Registered Office at 33 (1st Floor), Jalan Dato' Maharajalela, 30000 Ipoh, Perak Darul Ridzuan, Malaysia not less than 48 hours before the time appointed for holding the meeting or at any adjournment thereof.*
5. *Item 1 of the Agenda is meant for discussion only, as the provision of Section 169 (1) of the Companies Act, 1965 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.*
6. *For shares listed on the Bursa Malaysia, only a depositor whose name appears on the Record of Depositors as at 13 June, 2014 shall be entitled to attend the said meeting or appoint a proxy or proxies to attend and/or vote on his/her behalf.*