

RIVER iGAMING P.L.C

A public limited liability company registered under the laws of Malta with registration number C 83387 and having its registered office at Regent House, Office 21, Bisazza Street, Sliema SLM1640, Malta (the “Company”)

ANNUAL GENERAL MEETING

Notice to all Members of the Company in terms of Article 41 of the Articles of Association of the Company.

Notice is hereby given of an Annual General Meeting of the Company to be held on Tuesday, 30th June 2020 at 12 noon at the registered office of the Company for the purpose of considering the following Agenda:

All documents may be accessed via the Company’s website www.riverigaming.com in the Investor Relations section.

The persons eligible to vote at the Annual General Meeting are the Shareholders who are registered in the Company’s shareholder register at 17:00 pm (CET) on 12 June 2020. Shareholders registered in the VPS must be registered holders in the VPS at close of business on 16 June 2020.

AGENDA

The purpose for the Annual General Meeting is for the Shareholders to consider and if deemed fit, approve the following *Ordinary Resolutions*:

1 Annual Report and Accounts

To consider and approve the Audited Accounts for the year ended 31st December 2019 and the consider and approve the Reports of the Directors and Auditors.

2 Appointment of Auditors

To re-appoint KPMG as Auditors and to authorise the Board of Directors to fix their remuneration.

3 Directors Emoluments

To establish the maximum annual emoluments of the Directors at Euro 200,000.

4 Appointment Directors

To appoint and elect the following persons as Director :

Fabian Qvist - Swedish Passport No. 94277258

Kent Staahle – Malta ID Card Number 0184476(A)

Kathleen Zarb Adami – Malta ID Card Number 521375(M).

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Notes:

1. A member entitled to attend and vote at the above Meeting is entitled to appoint one or more proxies to exercise all or any of their rights to attend and to speak and to vote on their behalf. A proxy need not be a member of the Company.
2. All persons/companies registered with the Norwegian Central Securities Depository (the “VPS”) being holders of depositary ownership interest in River iGaming plc for the relevant shares may attend and / or exercise their voting rights at the General Meeting by notifying the Company’s VPS Registrar, Skandinaviska Enskilda Banken AB (Publ), by 16:00 hours CET on Friday, 19 June 2020 in the form of the attached proxy.
3. In the case of a corporation, the proxy must be signed on its behalf by a duly authorised officer or attorney, and a copy of the power of attorney or other authority (if relevant) under which the proxy is signed should be forwarded to the VPS Registrar together with the duly signed and completed proxy form.
4. Holders of depositary ownership interests who wish to attend and vote at the General Meeting in person should request the VPS Registrar to appoint him/her/it as proxy in the attached proxy form.
5. Completion of a proxy will not prevent members from attending and voting in person if they so wish.
6. A proxy form which may be used to make such an appointment has been sent to all Shareholders together with this Notice.
7. In the case of joint holders, the signature of any one of them will suffice. The vote of the senior party tendering a vote (whether in person or by proxy) shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
8. The Company specifies that for a member to be entitled to attend and vote at the meeting (and for the determination by the Company of the number of votes they may cast) they must be entered on the Company’s register of members by three days before meeting (“the Specified Time”). Changes to entries on the register after the Specified Time will be disregarded in determining the rights of any person to attend or vote at the meeting.
9. The Ordinary Resolutions will be passed if they have been passed by at a duly convened meeting where a quorum of member or members having a right to attend and vote at the meeting holding in aggregate not less than 51% in nominal value is present in person or by proxy and that are approved by member or members having at least 50% of the voting rights attached to shares represented and entitled to vote at the meeting.

Shareholders registered as shareholders on the date of this notice will receive notice and shall be entitled to vote at the meeting.