

KEY INFORMATION DOCUMENT

PURPOSE

This document provides you with key information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

RIVERSTONE ENERGY LIMITED – ORDINARY SHARES

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PRIP manufacturer (for the purposes of this document only): Riverstone International Limited

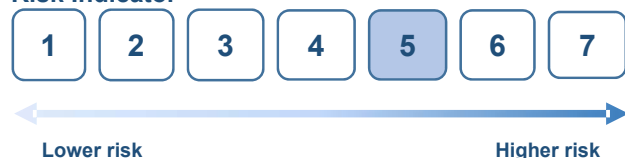
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WHAT IS THIS PRODUCT?

Type	<p>Ordinary shares in Riverstone Energy Limited, a closed-ended investment company incorporated in Guernsey (the “Company”). The ordinary shares are traded in Sterling on the Main Market of the London Stock Exchange. The Company has an unlimited life and there is no maturity date for the ordinary shares. There is no recommended holding period for the ordinary shares (although a holding period of 5 years has been used for the purpose of the calculations in this document). The Company may, but is under no obligation to, repurchase ordinary shares and investors should expect that the primary means of disposing of ordinary shares will be by sales on the secondary market. The price at which an investor may dispose of ordinary shares will depend on the prevailing secondary market price, which may, or may not, reflect the prevailing net asset value per ordinary share. Typically, at any given time on any given day, the price at which an ordinary share can be bought will be higher than the price at which an ordinary share can be sold.</p>
Objective	<p>The Company’s investment objective is to generate long term capital growth by making investments in the global energy sector, with a particular focus on opportunities in the global exploration and production, midstream, energy services and power and coal sub-sectors.</p> <p>The Company may hold controlling or non-controlling positions in its investments and may make investments in the form of equity, equity-related instruments, derivatives or indebtedness (to the extent that such indebtedness is a precursor to an ultimate equity investment). The Company may invest in public or private securities. In selecting investments, the Company’s investment manager, Riverstone International Limited (the “Investment Manager”), targets investments that are expected to generate long term capital growth and, in particular, investments that are expected to generate a gross internal rate of return between 20 and 25 per cent.</p> <p>The Company may borrow to purchase investments, which may magnify any gains or losses made by the Company.</p>
Intended retail investor	<p>The Company is not specifically intended for retail investors. An investment in the Company is suitable only for investors that are capable of evaluating the merits and risks of such an investment with the objective of long term capital growth and who understand the potential risk of capital loss and that there may be limited liquidity in the ordinary shares. In addition, their investment in the ordinary shares should constitute part of a diversified investment portfolio, and the investors should fully understand, and are willing to assume, the risks involved in investing in the Company and have sufficient resources to be able to bear losses (which may equal the whole amount invested) that may result from such an investment. Accordingly, typical investors in the Company are expected to be experienced investors, institutional investors, high net worth investors and other investors who have taken appropriate professional advice and understand the risks involved in investing in the Company.</p>

WHAT ARE THE RISKS AND WHAT COULD I GET IN RETURN?

Risk Indicator



ALERT: There is no specific recommended holding period for this product. There is no committed liquidity offered by market makers or the PRIIP manufacturer so liquidity depends only on the availability of buyers and sellers on the secondary market. You may not be able to sell your ordinary shares easily or you may have to sell at a price below the price that you paid or below the prevailing net asset value per ordinary share.

The summary risk indicator is a guide to the level of risk of this product compared to other products. It shows how likely it is that the product will lose money because of movements in the markets or because we are not able to pay you.

We have classified this product as 5 out of 7, which is a medium-high risk class. This classification rates the potential losses from future performance at a medium-high level, and poor market conditions are relatively likely to impact the value of the ordinary shares.

Other risks materially relevant to the ordinary shares that are not included in the summary risk indicator include:

- > The Company is exposed to risks in the energy sector in general as well as risks that may affect individual investments.
- > The Company is reliant for its success upon, and exposed to the risks arising from any failure of systems and controls in the operations of, the Investment Manager and its other service providers.
- > While there are number of methods by which the Company could seek to manage any discount to net asset value at which the Company's shares may trade in the secondary market, there is no guarantee that the Company can or will utilise any or all of these methods or, if it does, that it will be successful.

This product does not include any protection from future market performance so you could lose some or all of your investment.

Performance Scenarios

Investment of £10,000

Scenarios		1 year	3 years	5 years
Stressed scenario	What you might get back after costs	£3,448	£3,686	£2,617
	Average return each year	(65.52)%	(28.30)%	(23.52)%
Unfavourable scenario	What you might get back after costs	£7,880	£7,014	£6,662
	Average return each year	(21.20)%	(11.15)%	(7.80)%
Moderate scenario	What you might get back after costs	£10,467	£11,478	£12,587
	Average return each year	4.67%	4.70%	4.71%
Favourable scenario	What you might get back after costs	£13,929	£18,818	£23,823
	Average return each year	39.29%	23.46%	18.96%

This table shows the money you could get back over the next 5 years, under different scenarios, assuming that you make an initial investment of £10,000. The scenarios shown illustrate how your investment could perform. You can compare them with the scenarios of other products. The scenarios presented are an estimate of future performance based on evidence from the past on how the value of this investment varies, and are not an exact indicator. They are based on the historic share prices of the ordinary shares. What you get will vary depending on how your underlying investment performs, how the overall market performs and how long you keep the investment. The stressed scenario shows what you might get back in extreme market circumstances, and it does not take into account the situation where the Company is in liquidation.

This product cannot be cashed in. The figures shown include all the costs of the product itself but do not include all the costs that you may pay to your advisor or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back.

WHAT HAPPENS IF THE COMPANY IS UNABLE TO PAY OUT?

The Company is not required to make any payment to you in respect of your investment. If the Company were liquidated, you would be entitled to receive a distribution equal to your share of the Company's assets, after payment of all of its creditors. The Investment Manager has no obligation to make any payment to you in respect of the ordinary shares. There is no compensation or guarantee scheme in place that applies to the Company and, if you invest in the Company, you should be prepared to assume the risk that you could lose all of your investment.

WHAT ARE THE COSTS?

The Reduction in Yield (“RIY”) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs. Ongoing costs exclude costs incurred by the Company’s portfolio companies (including any borrowing costs of those companies). The amounts shown here are the cumulative costs of the product itself, for three different holding periods. The figures assume you invest £10,000. The figures are estimates and may change in the future.

Table 1: Costs over time

The person advising you about this product may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time.

Investment of £10,000 Scenarios	If you cash in after 1 year	If you cash in after 3 years	If you cash in after 5 years
Total costs	£244	£823	£1,539
Impact on return (RIY) per year	2.3%	2.3%	2.3%

Table 2: Composition of costs

The table below shows:

- the impact each year of the different types of costs on the investment return that you might get at the end of the recommended holding period;
- the meaning of the different cost categories.

One-off costs	Entry costs	N/A	The impact of the costs you pay when entering your investment.
	Exit costs	N/A	The impact of the costs of exiting your investment when it matures.
Ongoing costs	Portfolio transaction costs	0.1%	The impact of the costs of buying and selling underlying investments for the product.
	Other ongoing costs	1.8%	The impact of the management fee payable to the Investment Manager and the fees and expenses of the Company’s other service providers.
Incidental costs	Performance fees	0.4%	The impact of the performance allocation payable through the repurchase or issuance of ordinary shares, after applicable tax, to an affiliate of the Investment Manager equal to 20% of the realised profits (if any) on each of the Company’s underlying investments.
	Carried interest	N/A	The impact of the carried interest payable to the Investment Manager.

HOW LONG SHOULD I HOLD IT AND CAN I TAKE MONEY OUT EARLY?

This product has no required minimum holding period. It is designed for long term investment with investors being able to sell their investment at will on the London Stock Exchange. The recommended holding period in this document is for illustrative purposes only. The Company is not obliged to acquire any of the Company’s shares. You may sell your shares in the Company on any day which is a dealing day on the London Stock Exchange. No fees or penalties are payable to the Company or the PRIIPs manufacturer on sale of your investment but you may be required to pay fees or commissions to any person arranging the sale on your behalf.

HOW CAN I COMPLAIN?

If you have any complaints about the product or conduct of the product manufacturer, you may lodge your complaint on the Company’s website at www.riverstonerel.com or with the Company’s Administrator, Heritage International Fund Managers Limited, on +44 (0) 1481 742 742. You do not have the right to complain to the UK Financial Ombudsman Service (FOS) about the management of the Company. If you have a complaint about a person who is advising on, or selling, the product you should pursue that complaint with the relevant person in the first instance.

OTHER RELEVANT INFORMATION

Further documentation, including the Company’s annual and semi-annual reports and regulatory disclosures, is available on the Company’s website at www.riverstonerel.com. This documentation is made available in accordance with the Listing Rules and the Disclosure Guidance and Transparency Rules of the United Kingdom Listing Authority and the Alternative Investment Fund Managers Directive (2011/61/EU). The cost, performance and risk calculations included in this key information document follow the methodology prescribed by EU rules.