
NOTICE OF EGM

RMH HOLDINGS LIMITED

德斯控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8437)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of the shareholders (the “Shareholders”) of RMH Holdings Limited (the “Company”) convened by Brisk Success Holdings Limited and Ms. Tse Yun Lam Aries (the “Requisitionists”) by a letter of requisition from the Requisitionists to the Board dated 15 February 2023 (the “Requisition”) in accordance with the articles of association of the Company will be held at at 9 a.m. on Saturday, 15 April 2023 at Conference Room, 9F, Cosco Tower, 183 Queen’s Road Central, Sheung Wan, Hong Kong or any adjournment thereof, for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolutions as ordinary resolutions of the Company (unless otherwise indicated, capitalised terms used in this notice and the following resolutions shall have the same meanings as those defined in the circular issued by the Requisitionists dated 24 March 2023 (the “Circular”)):

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) Mr. Yang Zhangxin be and is hereby removed as an executive director of the Company with effect from the date of this resolution;
- (b) Mr. Lee Chung Shun be and is hereby removed as an executive director of the Company with effect from the date of this resolution;
- (c) Mr. Liu Fei be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution;
- (d) Ms. Li Yin Fai be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution; and
- (e) Mr. Luo Honghui be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution.

2. “**THAT:**

- (a) Ms. Tse Yi Kit Gigi be and is hereby appointed as an executive director of the Company with effect from the date of this resolution;

NOTICE OF EGM

- (b) Mr. Foo Shiang Peow be and is hereby appointed as an executive director of the Company with effect from the date of this resolution;
- (c) Mr. Cheng Yu Hong be and is hereby appointed as an independent non-executive director of the Company with effect from the date of this resolution; and
- (d) Mr. Ross Yu Limjoco be and is hereby appointed as an independent non-executive director of the Company with effect from the date of this resolution.

3. **“THAT:**

any other directors of the Company appointed to the board of directors of the Company during the period between 15 February 2023 and the conclusion of the EGM (other than Ms. Tse Yi Kit Gigi, Mr. Foo Shiang Peow, Mr. Cheng Yu Hong and Mr. Ross Yu Limjoco if applicable) be and are hereby removed with effect from the date of this resolution.

**Brisk Success Holdings Limited
and Ms. Tse Yun Lam Aries**

Hong Kong, 24 March 2023

Notes:

1. Every shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company.
2. A form of proxy for use at the EGM is enclosed herewith.
3. Where there are joint registered holders of any shares of the Company, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such shares as if he was solely entitled thereto provided that if more than one of such joint holders are present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
4. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be delivered to Suite 2105, 21/F, Central Plaza, 18 Harbour Road, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude the shareholders from attending and voting in person at the EGM or any adjournment thereof should they so wish.
5. Voting at the EGM will be taken by poll as required under the GEM Listing Rules.
6. In case of inconsistency, the English text of this notice shall prevail over the Chinese text.
7. Unless otherwise defined in this notice or the context otherwise requires, terms defined in the Circular shall have the same meanings when used in this notice.