

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

RMH HOLDINGS LIMITED

德斯控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8437)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 15 APRIL 2023

Reference is made to the notice (the “**EGM Notice**”) and the circular (the “**EGM Circular**”) of RMH Holdings Limited (the “**Company**”) both dated 24 March 2023, in respect of the extraordinary general meeting of the Company convened to be held on 15 April 2023 (the “**EGM**”). Unless otherwise defined or the context otherwise requires, capitalised terms in this announcement shall have the same meanings as defined in the EGM Circular.

POLL RESULTS OF THE EGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that the ordinary resolutions set out in the EGM Notice (the “**Relevant Resolutions**”) were not passed by way of poll by the Shareholders at the EGM held on 15 April 2023.

Details of the poll results in respect of the Relevant Resolutions were as follows:

Ordinary Resolutions		No. of votes and percentage ^(note)	
		For	Against
1.	(a) Mr. Yang Zhangxin be and is hereby removed as an executive director of the Company with effect from the date of this resolution;	403,176,000 (45.88%)	475,624,000 (54.12%)
	(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;	403,176,000 (45.88%)	475,624,000 (54.12%)
	(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;	403,176,000 (45.88%)	475,624,000 (54.12%)
	(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	403,176,000 (45.88%)	475,624,000 (54.12%)

Ordinary Resolutions		No. of votes and percentage ^(note)	
		For	Against
	(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.	403,176,000 (45.88%)	475,624,000 (54.12%)
2.	(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;	403,176,000 (45.88%)	475,624,000 (54.12%)
	(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;	403,176,000 (45.88%)	475,624,000 (54.12%)
	(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	403,176,000 (45.88%)	475,624,000 (54.12%)
	(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.	403,176,000 (45.88%)	475,624,000 (54.12%)
3.	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.	403,176,000 (45.88%)	475,624,000 (54.12%)

Note: The number of votes include all votes cast by the Shareholders at the EGM in person and by valid proxy(ies) and exclude all votes cast by the Shareholders by invalid proxy(ies) due to late delivery.

As more than 50% of the votes were cast against each of the Relevant Resolutions, each of the Relevant Resolutions was not passed as an ordinary resolution of the Company at the EGM.

As at the date of the EGM, the total number of issued Shares of the Company was 1,332,000,000 Shares, representing the total number of Shares entitling the Shareholders to attend and vote for or against the Relevant Resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour of the Relevant Resolutions as set out in Rule 17.47A of the GEM Listing Rules. There were no Shares the holder of which were required to abstain from voting on the Relevant Resolutions under the GEM Listing Rules. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the EGM and none of the Shareholders have stated their intention in the EGM Circular to vote against or to abstain from voting on the resolutions proposed at the EGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

The Company would like to report that Mr. Lee Chung Shun and Dr. Loh Teck Hiong attended the EGM in person.

SUSPENSION OF TRADING

At the direction of the Stock Exchange, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:08 a.m. on Monday, 3 April 2023 and will continue to be suspended until further notice.

By order of the Board
RMH Holdings Limited
Yang Zhangxin
Co-Chairman and Executive Director

Hong Kong, 15 April 2023

As at the date of this announcement, the executive Directors are Mr. Yang Zhangxin, Mr. Cui Han, Mr. Lee Chung Shun and Dr. Loh Teck Hiong; and the independent non-executive Directors are Mr. Liu Fei, Mr. Luo Honghui, Ms. Li Yin Fai and Mr. Loke Wai Ming.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company's website at <https://www.rmhhk.com>.