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RMH HOLDINGS LIMITED

德斯控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8437)

SUPPLEMENTAL ANNOUNCEMENT CHANGE IN USE OF PROCEEDS

Reference is made to the interim report of RMH Holdings Limited (the “**Company**”, together with its subsidiaries, collectively referred to as the “**Group**”) for the six months ended 30 June 2022 (the “**2022 Interim Report**”) and the announcements of the Company dated 27 November 2022, 1 December 2022 and 8 February 2023 (the “**Announcements**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcements and the 2022 Interim Report.

USE OF PROCEEDS FROM THE RIGHTS ISSUE

The gross proceeds from the Rights Issue are approximately HK\$43.2 million and the net proceeds from the Rights Issue, after deducting the underwriting commission and all other relevant expenses for the Rights Issue, are estimated to be approximately HK\$41.0 million (“**Net Proceeds**”).

CHANGE IN USE OF PROCEEDS

As at the date of this announcement, the Company had fully utilised the Net Proceeds. The Board had resolved to change certain uses of the Net Proceeds and had utilised the Net Proceeds as follows:

Intended use of the Net Proceeds	Planned amount of the Net Proceeds HK\$ million	Utilised amount as originally planned HK\$ million	Particulars of the change in use of Net Proceeds	Amount concerning the change in use of Net Proceeds HK\$ million
General working capital of the Group	12.3	3.04	Short-term investment ^(Note 1)	9.26 ^(Note 1)
Potential development plan of the (i) aesthetic medicine business in PRC; (ii) medical imaging business; and (iii) dental services related business	16.4	3.0	Aesthetic medicine business in Hong Kong ^(Note 2)	13.4 ^(Note 2)
Repayment of part of the outstanding debt of the Company	8.2	2.45	General working capital of the Group ^(Note 3)	5.75 ^(Note 3)
Purchase of equipment and products in aesthetic medicine	4.1	4.1	—	—
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Total	<u>41.0</u>	<u>12.59</u>		<u>28.41</u>

Notes:

1. The Board had resolved to utilise and had utilised HK\$9.26 million of the Net Proceeds which was originally intended to be used as general working capital for short-term investments temporarily in March 2022. Such change in use of proceeds was previously disclosed in note 1 at page 54 of the 2022 Interim Report.
2. The Board had resolved to utilise and had utilised HK\$13.4 million of the Net Proceeds which was originally intended to be used for potential development plan of the (i) aesthetic medicine business in PRC; (ii) medical imaging business; and (iii) dental services related business for aesthetic business in Hong Kong during the period from April to June 2022.
3. The Board had resolved to utilise and had utilised HK\$5.75 million of the Net Proceeds which were originally intended to be used for repayment of part of the outstanding debt of the Relevant Subsidiaries as general working capital of the Group during the period from July to December 2022. The reason for the said change is that the Relevant Subsidiaries have been placed under judicial management or provisional liquidation as set out in the Announcements.

The Board considered the aforesaid changes of use of the Net Proceeds to be fair and reasonable and in the interest of the Company and the shareholders of the Company as a whole.

USE OF PROCEEDS FROM THE LISTING

The net proceeds from the listing of the Company's shares with effect from 13 October 2017 by way of share offer (the "**Listing**") after deducting the underwriting fees and commissions and other relevant fees and expenses, amounted to approximately HK\$44.7 million. Up to 30 June 2022, the Group had used the net proceeds from the Listing as follows:

Intended use of the Net Proceeds	Planned use of the Net Proceeds HK\$ million	Utilised Net Proceeds up to 31 December 2021 HK\$ million	Utilised Net Proceeds up to 30 June 2022 HK\$ million
Strategically expand and strengthen our network of clinics in Singapore	3.2	3.2	3.2
Enhance the quality and variety of our Services at our existing Clinics and establish new medical aesthetic clinics	13.6	13.6	13.6
Purchase additional new devices and broaden the variety of treatments and products offered	9.6	4.3	9.6
Improve our information technology infrastructure and systems	1.1	1.1	1.1
General working capital	9.5	9.5	9.5
Strategically expand and strengthen our network of clinics outside Singapore	5.0	5.0	5.0

Intended use of the Net Proceeds	Planned use of the Net Proceeds <i>HK\$ million</i>	Utilised Net Proceeds up to 31 December 2021 <i>HK\$ million</i>	Utilised Net Proceeds up to 30 June 2022 <i>HK\$ million</i>
Strategically invest in MedTech and digital healthcare to create synergy to our current businesses	1.8	1.8	1.8
Development of innovative products to create a new business that have synergy with our current business	<u>0.9</u>	<u>0.9</u>	<u>0.9</u>
Total	<u>44.7</u>	<u>39.4</u>	<u>44.7</u>

USE OF PROCEEDS FROM THE PLACING

The net proceeds from the placing of new Shares under general mandate on 18 October 2021 (the “**Placing**”) after deducting the underwriting fees and commissions and other relevant fees and expenses, amounted to approximately HK\$19.1 million. Up to 30 June 2022, the Group had used the net proceeds from the Placing as follows:

Intended use of the Net Proceeds	Planned use of the Net Proceeds <i>HK\$ million</i>	Utilised Net Proceeds up to 31 December 2021 <i>HK\$ million</i>	Utilised Net Proceeds up to 30 June 2022 <i>HK\$ million</i>
General working capital	5.7	5.7	5.7
Potential investments	5.7	5.0	5.7
Purchase of equipments and products in aesthetic, regenerative and imaging medicine	<u>7.7</u>	<u>0.9</u>	<u>7.7</u>
Total	<u>19.1</u>	<u>11.6</u>	<u>19.1</u>

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

Hong Kong, 28 March 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 website of the Stock Exchange at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.rmhhk.com.