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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)

CHANGE OF CHAIRMAN

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of RMH Holdings Limited (the “**Company**”) has resolved that Mr. Poon Chun Yi (“**Mr. Poon**”), an executive Director, has been appointed as the chairman of the Board (the “**Chairman**”) in replacement of Mr. Yang Zhangxin and Mr. Cui Han as the co-chairman of the Board with effect from 27 February 2024 pursuant to article 124 of the articles of association of the Company. Each of Mr. Yang Zhangxin and Mr. Cui Han will continue to be an executive Director after the change.

The biographical details of Mr. Poon are set out as follows:

Mr. Poon Chun Yin

Mr. Poon, aged 43, obtained a bachelor’s degree in business administration from the University of London. He has extensive experience in medical and education fields. He founded an education centre, a medical clinic and a Chinese medicine clinic in Hong Kong. He is currently serving as a director of Universe Optical Company Limited and several primary and secondary schools in Hong Kong. Mr. Poon is also committed to community work. He is the president of Tsuen Wan Lions Club and the vice chairman of Yan Oi Tong Limited. He was awarded the chief executive’s community service certificate in 2023. He has been the executive director of China e-Wallet Payment Group Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 802) since 31 January 2024.

Mr. Poon was a director of two companies incorporated in Hong Kong with limited liabilities which were wound up, namely, (i) Fine Ocean Limited which was principally engaged in sales of eye-wear products and was voluntarily wound up on 4 January 2022 for the reason that it could not, by reason of its liabilities, continue its business; and (ii) Hong Kong Optical Company Limited which was principally engaged in sales of eye-wear products and was ordered to be wound up by the Hong Kong court on 12 July 2021 due to a petition was made by the petitioner to wind up the company. Mr. Poon confirmed that there is no wrongful act on his part leading to the above winding up and is not aware of any actual or potential claim that has been or will be made against him as a result of the above winding up, and that his involvement in the above companies was part and parcel of his services and that no misconduct or misfeasance had been involved in the winding up of these companies.

Mr. Poon has entered into a service agreement with the Company as an executive Director, pursuant to which Mr. Poon shall hold office for an initial term of one year commencing from 21 February 2024, unless terminated by either party in accordance with the terms thereof and subject to rotation and reelection in accordance with the articles of association of the Company. Pursuant to the service agreement, he is entitled to a director's fee of HK\$240,000 per annum, which is determined by the Board upon recommendation from the Remuneration Committee with reference to his qualification, level of duties and responsibilities undertaken in the Company and the prevailing market conditions.

As at the date of this announcement, save as disclosed, Mr. Poon (i) does not hold any directorships in any listed public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or other major appointments and professional qualifications; (ii) does not hold any other position in the Company or any of its subsidiaries; (iii) does not have any relationships with any Directors, senior management, substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**")) of the Company; and (iv) does not have, and/or is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (as defined under Part XV of the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong).

As at the date of this announcement, save as disclosed above, Mr. Poon confirmed that there is no other information which is required to be disclosed pursuant to the requirements under Rules 17.50(2)(h) to (v) of the GEM Listing Rules and there are no other matters concerning his appointment as the Chairman that need to be brought to the attention of the shareholders of the Company (the "**Shareholders**") and the Stock Exchange.

CONTINUED 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.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
RMH Holdings Limited
Poon Chun Yin
Chairman and Executive Director

Hong Kong, 27 February 2024

As at the date of this announcement, the executive Directors are Mr. Poon Chun Yin (Chairman), Mr. Loke Wai Ming, Mr. Lee Chung Shun, Mr. Yang Zhangxin and Mr. Cui Han.

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 Listed Company Information” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at <https://www.rmholdings.com.sg>.

In case of any inconsistency between the English and Chinese versions, the English text of this announcement shall prevail over the Chinese text.