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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)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 25 JUNE 2025 ; AND RETIREMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of RMH Holdings Limited (the “**Company**”) is pleased to announce that all the proposed resolutions as set out in the notice of AGM dated 25 June 2025 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the annual general meeting of the Company held on 25 June 2025 (the “**AGM**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the circular of the Company dated 30 April 2025 (the “**Circular**”) and the Notice.

POLL RESULTS OF THE AGM

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited financial statements of the Company, the reports of the directors (the “ Directors ”) and the independent auditors of the Company for the year ended 31 December 2024.	31,619,600 (100.00%)	0 (0.00%)
2.	(i) To re-elect Mr. Cui Han as an executive Director.	1,000,000 (3.16%)	30,619,600 (96.84%)
	(ii) To re-elect Mr. Tang Ho Lun Ronald as an executive Director.	31,619,600 (100.00%)	0 (0.00%)
	(iii) To re-elect Mr. Chau Wing Nam as an independent non-executive Director.	31,619,600 (100.00%)	0 (0.00%)
	(iv) To re-elect Ms. Chan Siu Mat as an independent non-executive Director.	31,619,600 (100.00%)	0 (0.00%)
3.	To authorize the board of Directors (the “ Board ”) to fix the directors’ remuneration.	31,619,600 (100.00%)	0 (0.00%)
4.	To re-appoint CL Partners CPA Limited as auditors of the Company and to authorize the Board to fix the auditors’ remuneration for the ensuing year.	31,619,600 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
5.	To give a general mandate to the Directors to issue new shares of the Company not exceeding 20% of the total number of issued shares of the Company.	31,619,600 (100.00%)	0 (0.00%)
6.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company.	31,619,600 (100.00%)	0 (0.00%)
7.	To extend the general mandate to be given to the Directors to allot, issue and deal with additional shares of the Company of an amount representing the total number of shares repurchased by the Company.	31,619,600 (100.00%)	0 (0.00%)

* *Full text of the relevant resolutions is set out in the Notice.*

As more than 50% of the votes were cast in favour of the Proposed Resolutions numbered 1, 2(ii), 2(iii), 2(iv), 3, 4, 5, 6 and 7, such resolutions were duly passed as ordinary resolutions of the Company.

As less than 50% of the votes were cast in favour of the Proposed Resolution numbered 2(i), such resolution was not passed as ordinary resolution of the Company.

As at the date of the AGM, the total number of issued Shares of the Company was 66,600,000 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 AGM and none of the Shareholders have stated their intention in the AGM Circular to vote against or to abstain from voting on the resolutions proposed at the AGM.

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

All the Directors attended the AGM.

RETIREMENT OF EXECUTIVE DIRECTOR

As indicated above, the Proposed Resolution numbered 2(i) regarding the re-election of Mr. Cui Han (“**Mr. Cui**”) as an executive Director was not passed at the AGM since there was not a majority of votes cast in favour of such resolution. Accordingly, Mr. Cui has retired as an executive Director of the Company at the conclusion of the AGM (the “**Retirement**”).

Mr. Cui has confirmed that he did not have any disagreement with the Board and there was no matter in relation to the Retirement that needed to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

The Board would like to express its sincere gratitude to Mr. Cui for his valuable contributions to the Company during his tenure of office.

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

Hong Kong, 25 June 2025

As at the date of this announcement, the executive Directors are Mr. Poon Chun Yin (Chairman), Mr. Lee Chung Shun (Deputy Chairman) and Mr. Tang Ho Lun Ronald; and the independent non-executive Directors are Mr. Chau Wing Nam, Mr. Yeung Pok Man Peason, Ms. Chong Wai Shan and Ms. Chan Siu Mat.

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>.