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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)

QUARTERLY UPDATE ON IMPLEMENTATION OF ACTION PLAN IN RESOLVING THE DISCLAIMER OF OPINION

Reference is made to the annual report of RMH Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") for the year ended 31 December 2024 published on 29 April 2025 (the "**2024 Annual Report**") and the announcement of the Company dated 29 May 2025 in relation to the Disclaimer of Opinion (the "**Announcement**"). Terms used herein shall have the same meanings as defined in the 2024 Annual Report and the Announcement, unless otherwise stated.

The Company wishes to provide a quarterly update on the implementation of the action plan (the "**Action Plan**") in resolving the Disclaim of Opinion.

1. Financial support from director

Mr. Poon, an executive Director and the chairman of the Board, has granted a loan facility of HK$10,000,000 on 1 March 2025 to the Company for supporting and financing the Company's daily operation purpose.

2. Corporate Guarantee Liabilities

The corporate guarantees provided by the Company for the Default Borrowings in the amount of approximately S$4,076,000 are secured by personal guarantees provided by Dr. Loh, the er Director, and Dr. Loh has agreed and started to settle the Default Borrowings by his own personal resources, and has agreed not to claim or take any action against the Group for recourse, subject to certain conditions.

As of the date of this announcement, to the best knowledge of the Company, the Default Borrowings has been repaid by Dr. Loh substantially and the amount of the Default Borrowings was approximately S$424,000. Though no formal agreement has been entered into between Dr. Loh and the Company, the Company has remained actively discussion with Dr. Loh on the completion of conditions. The Board remains optimistic that the agreement can be reached by the end of 2025.

3. Negotiation with the Assignee

Following active negotiations between the Assignee and the Company, the Assignee has agreed to extend the repayment term to 30 June 2027 with annual interest rate of 1%.

The Company is still in negotiation with the Assignee for agreement of a feasible settlement plan to settle the Assigned Debts, e.g. allotment and issue of new shares, debentures or notes of the Company.

4. Operating costs improvement

With successful implementation of cost-effective measures, the Company has substantially reduced its optioning costs by approximately 59.5% to approximately HK$4,500,600 for the six months ended 30 June 2025 as compared to approximately HK$11,111,000 for the six months ended 30 June 2024.

The Company shall actively monitor its operating costs and enhance the efficiency of its assets utilization from time to time.

5. Capital reorganisation and financing options

The Company is undergoing capital reorganisation currently with approval of shareholders obtained at the extraordinary general meeting of the Company held on 26 November 2024. As of the date of this announcement, the preparation of the petition to be filed with the Grand Court of the Cayman Islands seeking an order confirming the Capital Reduction was close to complete. Upon its completion, the petition will be filed with the Grand Court of the Cayman Islands as soon as practicable.

The completion of the Capital Reduction can provide flexibility to the Company for future fund raising, e.g. issuing debentures, notes or new shares of the Company, and debt settlement above-mentioned.

Reference is made to the announcement of the Company dated 27 June 2025. On 27 June 2025, the Company entered into a loan agreement with Tse's Finance Limited for a loan of HK$2,000,000 with interest rate of 7% per annum. Taking into account the conditions and short-term financial needs of the Group and the terms of the loan agreement, the Group considered that the interest rate is the best level of interest rate available to the Group and the Group is able to repay the loan with Tse's Finance Limited with low default risk

The Board will continue to use its best endeavours to implement the Action Plan for the purpose of resolving the Disclaim of Opinion as soon as possible. The Company will publish further announcement(s) on any further updates on the implementation progress as and when appropriate until the Disclaim of Opinion is resolved.

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

Hong Kong, 31 July 2025

As at the date of this announcement, the executive Directors are Mr. Poon Chun Yin (Chairman), Mr. Lee Chung Shun (Deputy Chairman), Mr. Cui Han and Mr. Tang Ho Lun Ronald; and the independent non-executive Directors are Mr. Chau Wing Nam, Mr. Yeung Pok Man Peason and 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 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.rmhholdings.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.