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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)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent



SILVERBRICKS SECURITIES COMPANY LIMITED

Reference is made to the announcement of RMH Holdings Limited (the “**Company**”) dated 27 September 2021 (the “**Announcement**”) in respect of the Placing. Unless defined otherwise, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

COMPLETION OF THE PLACING

The Board is pleased to announce that the conditions of the Placing have been fulfilled and Completion took place on 18 October 2021. All the 144,000,000 Placing Shares have been successfully placed by the Placing Agent to not less than six Placees at the Placing Price of HK\$0.135 per Placing Share pursuant to the terms and conditions of the Placing Agreement. The net proceeds from the Placing (after deduction of commission and other expenses of the Placing) amounted to approximately HK\$19,148,000.

The Placing Shares represent approximately 20% of the existing issued share capital of the Company immediately before completion of the Placing and approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares.

To the best of the Directors’ knowledge, information and belief having made all reasonable enquiry, the Placees and their respective ultimate beneficial owners are Independent Third Parties. None of the Placees has become a substantial Shareholder (as defined in the GEM Listing Rules) upon Completion.

EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company immediately before and after completion of the Placing is as follows:

Shareholders	Immediately before the Completion		Immediately after the Completion	
	Number of Shares	Approximately %	Number of Shares	Approximately %
Brisk Success Holdings Limited (Note 1)	141,848,000	19.70	141,848,000	16.42
Places	–	–	144,000,000	16.67
Other public Shareholders	<u>578,152,000</u>	<u>80.30</u>	<u>578,152,000</u>	<u>66.91</u>
Total	<u><u>720,000,000</u></u>	<u><u>100</u></u>	<u><u>864,000,000</u></u>	<u><u>100</u></u>

Note:

1. Dr. Loh Teck Hiong, an executive Director, holds 50% equity interests in Brisk Success Holdings Limited and under the SFO, Dr. Loh Teck Hiong is deemed to be interested in the 141,848,000 Shares held by Brisk Success Holdings Limited. Ms. Fung Yuen Yee, being the spouse of Dr. Loh Teck Hiong, is deemed to be interested in all the Shares in which Dr. Loh Teck Hiong is interested pursuant to the SFO.

USE OF PROCEEDS

The Company intends to apply the net proceeds from the Placing (a) as to 40% or approximately HK\$7.66 million for purchase of equipments and products in aesthetic, regenerative and imaging medicine; (b) as to 30% or approximately HK\$5.74 million for general working capital; and (c) as to 30% or approximately HK\$5.74 million for potential investments

By Order of the Board
RMH Holdings Limited
Loh Teck Hiong
Chairman and executive Director

Hong Kong, 18 October 2021

As at the date of this announcement, the executive Directors are Dr. Loh Teck Hiong, Mr. Liu Yang and Dr. Seow Swee How; and the independent non-executive Directors are Mr. Yang Zhangxin, Mr. Loke Wai Ming and Ms. Wu Xiaoxia.

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 the GEM of the Stock Exchange 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>.