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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)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 23.06A of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of RMH Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that on 13 January 2022 (the “**Date of Grant**”), a total of 60,000,000 share options (the “**Share Options**”) were granted to certain eligible participants (the “**Grantees**”) to subscribe for shares of HK\$0.01 each of the Company (the “**Shares**”) under the share option scheme of the Company adopted on 22 September 2017 (the “**Share Options Scheme**”), subject to acceptance of the Grantees.

Subject to the terms and conditions of the grant and upon exercise, the Grantees are entitled to subscribe for an aggregate of 60,000,000 Shares, representing 6.94% of the total 864,000,000 Shares in issue on the Date of Grant.

The following are the details of the Share Options granted:

Date of grant : 13 January 2022

Number of Share : 60,000,000
Options granted

Exercise price of the Share : Each Share Option shall entitle the holder of the Share Option to
Options granted subscribe for one Share upon exercise of such Share Option at an exercise price of HK\$0.140 per Share, which is the highest of:

- (i) the closing price of HK\$0.140 per Share as stated in the Stock Exchange’s daily quotations sheet on the Date of Grant;

(ii) the average closing price of HK\$0.135 per Share as stated in the Stock Exchange's daily quotations for the five business days immediately preceding the Date of Grant; and

(iii) the nominal value of a Share of HK\$0.01

Closing price of the Shares : HK\$0.140 per Share
on the Date of Grant

Validity period of : 10 years from the Date of Grant (the "Option Period")
the Shares Options

Exercisable period of : 10 years from the Date of Grant (No Share Options will be exercisable
the Share Options after the Option Period)

Among the Share Options granted above, 21,000,000 Share Options were granted to the Directors, details of which are as follows:

| Name of Directors | Position in the Company | Number of Share Options granted |
|--------------------------|------------------------------------|--|
| Dr. Loh Teck Hiong | Executive Director | 6,000,000 |
| Mr. Yang Zhangxin | Independent non-executive Director | 6,000,000 |
| Ms. Wu Xiaoxia | Independent non-executive Director | 6,000,000 |
| Mr. Loke Wai Ming | Independent non-executive Director | <u>3,000,000</u> |
| | | <u><u>21,000,000</u></u> |

Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company, or any of their respective associates (as defined under the GEM Listing Rules) as at the date of this announcement.

The grant of the Share Options to the Grantees has been reviewed and approved by the independent non-executive Directors (with the respective independent non-executive Director abstaining from voting on the relevant resolution approving the grant of Share Options to him/her) in accordance with Rule 23.04(1) of the GEM Listing Rules and the rules of the Share Option Scheme.

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

Hong Kong, 13 January 2022

As at the date of this announcement, the executive Directors are Dr. Loh Teck Hiong and Mr. He Weiqing; 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>.