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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)

**CLARIFICATION ANNOUNCEMENT – RESULTS OF
THE RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR
EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE**

Financial adviser to the Company and Underwriter of the Rights Issue



Silverbricks Securities Company Limited

Reference is made to (i) the prospectus of RMH Holdings Limited (the “**Company**”) dated 25 February 2022 (the “**Prospectus**”) in connection with, amongst other things, the Rights Issue on the basis of one (1) Rights Shares for every two (2) existing Shares held on the Record Date; and (ii) the announcement of RMH Holdings Limited dated 18 March 2022 (the “**Announcement**”) in respect of the results of the Rights Issue. Unless otherwise stated, terms used herein shall have the same meanings as those defined in the Prospectus.

The Board of Directors would like to hereby clarify that there were inadvertent clerical errors with respect to the shareholding structure of the Company in the Announcement, and to the best of the Directors' knowledge, information and belief after having made reasonable enquiries, the shareholding structure of the Company immediately before and after the completion of the Rights Issue shall be as follows:

Shareholders	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	No. of Shares	Approximate %	No. of Shares	Approximate %
Brisk Success Holdings Limited (Note 1)	141,848,000	16.42%	210,024,000	16.21%
Substantial shareholder:				
Mr. Li Ming Cheng (Note 2)	133,664,000	15.47%	133,664,000	10.31%
Public Shareholders:				
The Underwriter and the subscribers procured by the Underwriter (Notes 3 and 4)	–	–	235,082,923	18.14%
Other public Shareholders	588,488,000	68.11%	717,229,077	55.34%
Total:	864,000,000	100%	1,296,000,000	100%

Notes:

- As at the date of the Announcement, Dr. Loh Teck Hiong, an executive Director, held 70% equity interests in Brisk Success Holdings Limited and by virtue of Part XV of the SFO, Dr. Loh Teck Hiong was 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, was deemed to be interested in all the Shares in which Dr. Loh Teck Hiong was interested by virtue of Part XV of the SFO.
- As at the date of the Announcement, HK MZ Health Investment Management Group Limited held 132,968,000 Shares. Mr. Li Ming Cheng was the sole shareholder of HK MZ Health Investment Management Group Limited as at the date of the Announcement. Therefore, he was deemed to be interested in the 132,968,000 Shares held by HK MZ Health Investment Management Group Limited by virtue of Part XV of the SFO. As at the date of the Announcement, Mr. Li Ming Cheng personally holds 696,000 Shares in the capacity as a beneficial owner.
- As at the date of the Announcement, the Underwriter and its ultimate beneficial owners are independent of and not connected with the Company or its connected persons.

- 4) The Underwriter confirmed that, as at the date of the Announcement: (i) the subscribers procured by the Underwriter for any Underwritten Shares which was taken up on the terms of the Prospectus Documents, were independent of and not connected with the Directors, chief executive or substantial shareholders of the Company or any of its subsidiaries or any of their respective associates; (ii) the public float requirements under Rule 11.23(7) of the GEM Listing Rules were complied with by the Company upon completion of the Rights Issue; and (iii) the level of subscription in respect of the Rights Issue by each of the subscribers procured by the Underwriter did not trigger the MGO Obligation pursuant to the Takeovers Code.

Save for the above clarification, all other information and contents of the Announcement remain unchanged.

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

Hong Kong, 21 March 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 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 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>.