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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in RMH Holdings Limited, you should at once hand this circular with the enclosed form of proxy to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale was effected for transmission to the purchaser(s) or transferee(s).

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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)

**(1) REQUISITION FOR AN EXTRAORDINARY GENERAL MEETING FOR REMOVAL OF DIRECTORS AND APPOINTMENT OF DIRECTORS BY BRISK SUCCESS HOLDINGS LIMITED AND MS. TSE YUN LAM ARIES AND
(2) NOTICE OF EXTRAORDINARY GENERAL MEETING**

The notice convening an extraordinary general meeting of RMH Holdings Limited (the “Company”) to be held at 9 a.m. on Saturday, 15 April 2023 at Conference Room, 9F, Cosco Tower, 183 Queen’s Road Central, Sheung Wan, Hong Kong issued by two shareholders holding not less than one-tenth of the paid up capital of the Company in aggregate carrying the right of voting at general meetings of the Company pursuant to article 58 of the articles of association of the Company is set out below following the letter from the Requisitionists.

A form of proxy for use at the EGM is enclosed herewith. Whether or not you are able to attend the EGM in person, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to Suite 2105, 21/F, Central Plaza, 18 Harbour Road, Hong Kong as soon as practicable and in any event not later than 48 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting should you so wish.

24 March 2023

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

“Articles”	the articles of association of the Company, as amended from time to time
“Article 58”	article 58 of the Articles
“associate(s)”	has the meaning ascribed thereto under the GEM Listing Rules
“Board”	the board of Directors
“Brisk Success”	Brisk Success Holdings Limited
“controlling shareholder(s)”	has the meaning ascribed thereto under the GEM Listing Rules
“Companies Law”	the Companies Law (as revised) of the Cayman Islands as amended, supplemented or otherwise modified from time to time
“Company”	RMH Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on GEM
“Deposit Date”	the date of deposit of the requisition pursuant to the Articles
“Directors”	Directors of the Company
“Dr. Loh”	Dr. Loh Teck Hiong, an executive Director of the Company
“EGM”	the extraordinary general meeting of the Company convened by the Requisitionists to be held to consider and, if thought fit, to approve the Proposed Removal and Proposed Appointment
“Existing Directors”	the following Directors of the Company at the time of the Requisition: <ol style="list-style-type: none">(1) Mr. Yang Zhangxin;(2) Mr. He Weiqing;(3) Mr. Lee Chung Shun(4) Mr. Liu Fei(5) Ms. Li Yin Fai; and(6) Mr. Luo Honghui

DEFINITIONS

“GEM”	the GEM of the Stock Exchange
“GEM Listing Rules”	the rules governing the listing of securities on GEM
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Ms. Tse”	Ms. Tse Yun Lam Aries
“Nominated Directors”	the persons nominated by the Requisitionists to be elected as Directors at the EGM
“Notice of the EGM”	the notice convening the EGM by the Requisitionists, as set out on pages EGM-1 to EGM-2 of this circular
“Proposed Appointment”	the proposed appointment of the Nominated Directors
“Proposed Removal”	the proposed removal of all of the Existing Directors
“Requisition”	a letter of requisition from the Requisitionists to the Board dated 15 February 2023, requesting, among other things, to convene an extraordinary general meeting of the Company to remove all of the Existing Directors and to appoint the Nominated Directors
“Requisitionists”	Brisk Success and Ms. Tse
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
“Share(s)”	the ordinary shares of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE REQUISITIONISTS

BRISK SUCCESS HOLDINGS LIMITED AND MS. TSE YUN LAM ARIES

24 March 2023

To the Shareholders

REMOVAL OF DIRECTORS AND APPOINTMENT OF DIRECTORS OF RMH HOLDINGS LIMITED

BACKGROUND

On 15 February 2023, the Requisitionists submitted the Requisition to the Board, requesting, among other things, to convene an extraordinary general meeting of the Company to remove all of the Existing Directors and to appoint the Nominated Directors. In the announcement of the Company dated 16 February 2023, the Company acknowledged, among other things, the receipt of the Requisition on or about 16 February 2023.

The purpose of this circular is to (i) provide you with information regarding the resolutions to be proposed at the EGM to be held at 9 a.m. on Saturday, 15 April 2023 at Conference Room, 9F, Cosco Tower, 183 Queen's Road Central, Sheung Wan, Hong Kong regarding the Proposed Removal and Proposed Appointment; and (ii) give you the Notice of EGM to consider and, if thought fit to approve the Proposed Removal and the Proposed Appointment.

REQUISITION FOR EGM

As at the date of the Requisition, the shareholdings of the Requisitionists in the Company that are directly registered under their own names are as follows:

Shareholder	Number of issued shares held in the Company under their own name	Percentage of total issued shares
Brisk Success	70,000,000	5.26%
Ms. Tse	<u>63,224,000</u>	<u>4.75%</u>
Total:	<u><u>133,224,000</u></u>	<u><u>10.00%</u></u>

As such, the Requisitionists, being registered holders of the shares set out above, have met the threshold of holding, as at the Deposit Date, “not less than one-tenth of the paid-up capital of the Company carrying the right of voting at general meetings of the Company” to call the EGM pursuant to Article 58.

LETTER FROM THE REQUISITIONISTS

As the Board has failed to convene the EGM within 21 days from the Deposit Date pursuant to Article 58, the Requisitionists hereby exercise their rights as stipulated in the Articles and convene the EGM. The Company will be responsible for all reasonable expenses incurred by the Requisitionists in this regard.

CAYMAN ISLAND'S LEGAL ADVICE

The Company is incorporated in the Cayman Islands and is subject to the Companies Law. The Requisitionists have received a written legal opinion from their Cayman Islands legal adviser, confirming that the Requisition is, prima facie, in compliance with the requirements under the Articles and the Board should, as required by Article 58, proceed to convene an extraordinary general meeting within twenty-one days of such deposit and such extraordinary general meeting shall be held within two (2) months after the deposit of such Requisition, failing which the Requisitionists themselves may do so in the same manner, and all reasonable expenses incurred by them as a result of the failure of the Board shall be reimbursed to the Requisitionists by the Company.

PROPOSED REMOVAL

Pursuant to article 83(5) of the Articles, “the Members may, at any general meeting convened and held in accordance with these Articles, by ordinary resolution remove a Director at any time before the expiration of his period of office notwithstanding anything to the contrary in these Articles or in any agreement between the Company and such Director”.

The Requisitionists proposed to remove the following Existing Directors with immediate effect upon passing the ordinary resolution(s) at the end of the EGM:

- (i) Mr. Yang Zhangxin, executive director of the Company;
- (ii) Mr. He Weiqing, executive director of the Company;
- (iii) Mr. Lee Chung Shun, executive director of the Company;
- (iv) Mr. Liu Fei, independent non-executive director of the Company;
- (v) Ms. Li Yin Fai, independent non-executive director of the Company; and
- (vi) Mr. Luo Honghui, independent non-executive director of the Company.

Since the date of the Requisition and up to the date of this circular, Mr. He Weiqing has resigned as an executive Director of the Company and Mr. Cui Han has been appointed as an executive Director of the Company. Save as aforementioned, no change has been made to the Board composition.

LETTER FROM THE REQUISITIONISTS

In anticipation of the foregoing, the Requisitionists further proposed that any other directors of the Company appointed to the Board during the period between 15 February 2023 and the conclusion of the EGM (other than Ms. Tse Yi Kit Gigi, Mr. Foo Shiang Peow, Mr. Cheng Yu Hong and Mr. Ross Yu Limjoco if applicable) be removed with immediate effect upon passing the ordinary resolution at the end of the EGM.

PROPOSED APPOINTMENT

Article 83(6) of the Articles further stipulates that “a vacancy on the Board created by the removal of a Director under the provisions of subparagraph (5) above may be filled by the election or appointment by ordinary resolution the Members at the meeting at which such Director is removed.”

Accordingly, ordinary resolutions will be proposed at the EGM to consider and, if appropriate, to approve the Proposed Appointment. The Requisitionists proposed to appoint the following Nominated Directors with immediate effect upon passing the ordinary resolution(s) at the end of EGM:

- (i) Ms. Tse Yi Kit Gigi as an executive director of the Company;
- (ii) Mr. Foo Shiang Peow as an executive director of the Company;
- (iii) Mr. Cheng Yu Hong as an independent non-executive director of the Company;
and
- (iv) Mr. Ross Yu Limjoco as an independent non-executive director of the Company.

Particulars of the Nominated Directors proposed to be elected at the EGM are set out in the Appendix to this circular.

Subject to the passing of resolutions of appointing any or all of the Nominated Directors, each of the Nominated Directors so appointed will enter into a service contract with the Company for a term of three years, subject to re-election at general meeting of the Company.

The remuneration of the Nominated Directors appointed will be determined based on the recommendations by the remuneration committee of the Company and approval by the Board with reference to their qualifications, experience, level of responsibilities undertaken.

REASONS FOR THE PROPOSED REMOVAL AND PROPOSED APPOINTMENT

According to the Company’s announcement dated 7 September 2022, Dr. Loh was removed as the chairman of the Board and the chairman of the nomination committee with effect from 23 August 2022, and was removed as the compliance officer and one of the authorised representatives of the Company with effect from 7 September 2022.

The Requisitionists are of the view that Dr. Loh has been responsible for the Group’s overall management, branding, compliance and business development since the listing of the Company and had discharged his duties as a director throughout his tenure. He is the

LETTER FROM THE REQUISITIONISTS

principal person leading the healthcare and clinical business of the Group in Singapore, which have been generating majority of positive cashflow and revenue for the Company. Therefore, Dr. Loh's removal is considered to be unjustified or invalid. The Requisitionists do not agree with the Company's reasons for Dr. Loh's removal set out in the supplemental announcement dated 9 September 2022.

Ever since Dr. Loh's removal, the Group's business in Singapore has been deteriorating. According to the announcements of the Company dated 27 November 2022, 1 December 2022 and 8 February 2023, provisional liquidators and judicial managers have been appointed to different Singapore subsidiaries of the Group. As a result, the financial results of the relevant subsidiaries will be deconsolidated from those of the Group which will have material and adverse impact on the Group's revenue, performance and financial position. This further casts doubt on the current Board's ability to act in the best interests of the Company's shareholders and the Company as a whole.

Accordingly, the Requisitionists deem it fit and necessary to remove such directors and appoint competent replacements so that the interests of the Company's shareholders can be properly safeguarded.

THE EGM

An EGM will be convened and held for you to consider and, if thought fit, pass the ordinary resolutions to approve the Proposed Removal and Proposed Appointment. A notice convening the extraordinary general meeting of the Company to be held at Conference Room, 9F, Cosco Tower, 183 Queen's Road Central, Sheung Wan, Hong Kong at 9 a.m. on Saturday, 15 April 2023, is set out on pages EGM-1 to EGM-2 of this circular.

A form of proxy for use by you at the EGM is enclosed with this circular. Whether or not you intend to attend and vote at the EGM in person, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to Suite 2105, 21/F, Central Plaza, 18 Harbour Road, Hong Kong as soon as practicable but in any event, no less than 48 hours before the time appointed for holding the EGM. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

VOTING BY POLL

In compliance with Rule 17.47(4) of the GEM Listing Rules, save for resolutions which relate purely to procedural or administrative matters to be voted on by a show of hands, voting on the resolutions to be proposed at the EGM shall be decided by way of poll.

Article 66 of the Articles provides that on a poll, every member present in person or by proxy or in the case of a member being a corporation, by its duly authorised representative, shall have one vote for every Share of which he/she/it is the holder.

LETTER FROM THE REQUISITIONISTS

RESPONSIBILITY STATEMENT

The Requisitionists accept full responsibility for the content of this circular. The Requisitionists, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this circular 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 in this circular misleading.

MISCELLANEOUS

Upon a Shareholder's provision of conclusive evidence of his/her/its shareholding interest in the Company, a copy of the Requisition and the Cayman Islands legal opinion mentioned herein would be made available for inspection at Suite 2105, 21/F, Central Plaza, 18 Harbour Road, Hong Kong during office hours from the date of this circular up to the date of the EGM or any adjournment thereof.

The English text of this circular shall prevail over the Chinese text for the purpose of interpretation.

Yours faithfully,

By order of the board of
BRISK SUCCESS HOLDINGS LIMITED
DR. LOH TECK HIONG
Director

MS. TSE YUN LAM ARIES

The following sets out the details of the Nominated Directors who are being eligible and consented to be nominated as Directors at the EGM pursuant to the Requisition:

As executive Directors:

Ms. Tse Yi Kit Gigi (“**Ms. Tse**”)

Ms. Tse, aged 38, possesses more than 15 years of advisory and management experience. She obtained her bachelor’s degree in management science from the University of Warwick in 2007. She started her career at Goldman Sachs, Hong Kong in 2007 where she was responsible for investment research, and later moved to KPMG, London where she focused on mergers and acquisitions and tax advisory services. In 2012 she relocated to KPMG, Hong Kong where she focused on transaction services in banking and finance sector. She has been a director of Sincere Finance Group since 2013 where she is responsible for the strategic management of the Group. She is a chartered accountant of the Hong Kong Institute of Certified Public Accountants and a member of the Institute of Chartered Accountants of Scotland Chartered Accountant.

As at the date of this circular, save as disclosed above, Ms. Tse does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of this circular or any other position with the Company and other members of the Group prior to the date of this circular or other major appointments and professional qualifications and does not have any relationships with any Directors or Nominated Directors, senior management or substantial or controlling shareholders of the Company, nor any interest in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, Ms. Tse confirmed that there is no other information which is discloseable pursuant to the requirements under Rules 17.50(2)(h) to (w) of the GEM Listing Rules and there are no other matters concerning her that need to be brought to the attention of the shareholders of the Company.

Mr. Foo Shiang Peow (“**Mr. Foo**”)

Mr. Foo, aged 52, possesses more than 25 years of experience in investment and corporate finance gained from working with top tier global and regional investment banks. He started his career with Salomon Brothers Singapore in 1994 before moving to CS First Boston in Hong Kong in 1996 focusing on Asia (ex-Japan) steel industry and cement industry. Later, he joined UOB Asia Limited to head the equity capital market division from 1999 to 2002. He has been a co-founder of Sunnyvale Capital — a solution provider to clients, since 2019 including but not limited to large state-owned enterprises and private equity firms across Asia, principally focusing on capital structure, debt restructuring, fund raising, initial public offerings and mergers and acquisitions. He graduated with an Accountancy degree from Nanyang Technological University and went on to obtain a master’s degree in Business Administration (MBA) from Nanyang Business School.

As at the date of this circular, save as disclosed above, Mr. Foo does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of the Requisition or any other position with the Company and other members of the Group prior to the date of the Requisition or other major appointments and professional qualifications and does not have any relationships with any Directors or Nominated Directors, senior management or substantial or controlling shareholders of the Company, nor any interest in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, Mr. Foo confirmed that there is no other information which is discloseable pursuant to the requirements under Rules 17.50(2)(h) to (w) of the GEM Listing Rules and there are no other matters concerning him that need to be brought to the attention of the shareholders of the Company.

As independent non-executive Directors:

Mr. Cheng Yu Hong (“**Mr. Cheng**”)

Mr. Cheng, aged 55, possesses over 31 years of experience in the finance industry, particularly in financial services, in major international investment banks as well as fund raising area for various listed companies in Hong Kong. Mr. Cheng was head of investor relations and director of global capital market responsible fund raising of Imperial Pacific International Holdings Limited, which is a company listed on the main board of Hong Kong Exchange (stock code: 1076), from 2015 to 2020. Mr. Cheng was Chief Investment Officer of Sunbase International (Holdings) Limited in Hong Kong. Prior to that, he was a deputy general manager of Xinao Asia Capital Management Company Limited based in Langfang, Hebei and Beijing from 2008 to 2009. He was an assistant to president of Mexan Resources Limited from 2003 to 2008 in charge of direct investment of its parent company, Mexan Limited, which is a listed company on the Stock Exchange (stock code: 22). He was the Assistant Vice President of Lehman Brothers Asia Limited from 1991 to 1997, the Assistant Director of Fuji International Finance (HK) Limited from 1997 to 1999 as well as the Vice President of Amroc Investments Asia Limited from 1999 to 2000. He obtained his Master of Science in Finance degree from the National University of Ireland in April 2009.

As at the date of this circular, save as disclosed above, Mr. Cheng does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of the Requisition or any other position with the Company and other members of the Group prior to the date of the Requisition or other major appointments and professional qualifications and does not have any relationships with any Directors or Nominated Directors, senior management or substantial or controlling shareholders of the Company, nor any interest in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, Mr. Cheng confirmed that there is no other information which is discloseable pursuant to the requirements under Rules 17.50(2)(h) to (w) of the GEM Listing Rules and there are no other matters concerning him that need to be brought to the attention of the shareholders of the Company.

Mr. Ross Yu Limjoco (“**Mr. Limjoco**”)

Mr. Limjoco, aged 52, received his Bachelor’s Degree in business administration from the Philippine School of Business Administration in 1992.

Mr. Limjoco possesses over 25 years of extensive exposure in diverse industries, across domestic and international markets. He previously worked at Arthur Andersen before moving to BDO International from 2003 to 2012. He then continued to occupy senior positions at various companies including PSL Holdings Limited, Nexia TS Advisory Pte Ltd, Anchorage Consulting Private Limited, TMS Capital Advisory Ltd, BS Groups (Asian) Pte. Ltd. and Otsaw Digital Pte. Ltd. He is currently a technical advisor to the Shangyew Public Accounting Corporation and the owner of Anchorage Assurance. He previously acted as independent director of various companies listed in Hong Kong overseas, including (1) MH Development Limited, a company whose listing on the main board of the Stock Exchange was cancelled on 2 September 2021 (stock code: 2662) from May 2016 till its date of cancellation of listing; (2) CFM Holdings Limited, a company listed on the catalyst board of the Singapore Exchange Securities Trading Ltd (stock code: 5EB) from 2019 to 2021; and (3) China Supply Chain Holdings Limited, a company listed on the main board of the Stock Exchange (stock code: 3708) from February 2021 to October 2021. He has been an independent director of (1) Ouhua Energy Holdings Limited, a company listed on the main board of the Singapore Exchange Securities Trading Ltd (stock code: AJ2) since 22 April 2021; and (2) Sen Yue Holdings Limited, a company listed on the catalyst board of the Singapore Exchange Securities Trading Ltd (stock code: 5BS) since 8 August 2022.

He is a certified public accountant of the Philippine Institute of Certified Public Accountants, chartered accountant of the Institute of Chartered Accountants of Singapore, certified fraud examiner of the Association of Certified Fraud Examiner, chartered valuer and appraiser of the International Association of Consultants, Valuators and Analysts.

As at the date of this circular, save as disclosed above, Mr. Limjoco does not hold any directorships in any listed public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of the Requisition or any other position with the Company and other members of the Group prior to the date of the Requisition or other major appointments and professional qualifications and does not have any relationships with any Directors or Nominated Directors, senior management or substantial or controlling shareholders of the Company, nor any interest in the shares of the Company which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, Mr. Limjoco confirmed that there is no other information which is discloseable pursuant to the requirements under Rules 17.50(2)(h) to (w) of the GEM Listing Rules and there are no other matters concerning him that need to be brought to the attention of the shareholders of the Company.

NOTICE OF EGM

RMH HOLDINGS LIMITED

德斯控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8437)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of the shareholders (the “Shareholders”) of RMH Holdings Limited (the “Company”) convened by Brisk Success Holdings Limited and Ms. Tse Yun Lam Aries (the “Requisitionists”) by a letter of requisition from the Requisitionists to the Board dated 15 February 2023 (the “Requisition”) in accordance with the articles of association of the Company will be held at at 9 a.m. on Saturday, 15 April 2023 at Conference Room, 9F, Cosco Tower, 183 Queen’s Road Central, Sheung Wan, Hong Kong or any adjournment thereof, for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolutions as ordinary resolutions of the Company (unless otherwise indicated, capitalised terms used in this notice and the following resolutions shall have the same meanings as those defined in the circular issued by the Requisitionists dated 24 March 2023 (the “Circular”)):

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) Mr. Yang Zhangxin be and is hereby removed as an executive director of the Company with effect from the date of this resolution;
- (b) Mr. Lee Chung Shun be and is hereby removed as an executive director of the Company with effect from the date of this resolution;
- (c) Mr. Liu Fei be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution;
- (d) Ms. Li Yin Fai be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution; and
- (e) Mr. Luo Honghui be and is hereby removed as an independent non-executive director of the Company with effect from the date of this resolution.

2. “**THAT:**

- (a) Ms. Tse Yi Kit Gigi be and is hereby appointed as an executive director of the Company with effect from the date of this resolution;

NOTICE OF EGM

- (b) Mr. Foo Shiang Peow be and is hereby appointed as an executive director of the Company with effect from the date of this resolution;
- (c) Mr. Cheng Yu Hong be and is hereby appointed as an independent non-executive director of the Company with effect from the date of this resolution; and
- (d) Mr. Ross Yu Limjoco be and is hereby appointed as an independent non-executive director of the Company with effect from the date of this resolution.

3. **“THAT:**

any other directors of the Company appointed to the board of directors of the Company during the period between 15 February 2023 and the conclusion of the EGM (other than Ms. Tse Yi Kit Gigi, Mr. Foo Shiang Peow, Mr. Cheng Yu Hong and Mr. Ross Yu Limjoco if applicable) be and are hereby removed with effect from the date of this resolution.

**Brisk Success Holdings Limited
and Ms. Tse Yun Lam Aries**

Hong Kong, 24 March 2023

Notes:

1. Every shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company.
2. A form of proxy for use at the EGM is enclosed herewith.
3. Where there are joint registered holders of any shares of the Company, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such shares as if he was solely entitled thereto provided that if more than one of such joint holders are present at the EGM, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
4. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be delivered to Suite 2105, 21/F, Central Plaza, 18 Harbour Road, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude the shareholders from attending and voting in person at the EGM or any adjournment thereof should they so wish.
5. Voting at the EGM will be taken by poll as required under the GEM Listing Rules.
6. In case of inconsistency, the English text of this notice shall prevail over the Chinese text.
7. Unless otherwise defined in this notice or the context otherwise requires, terms defined in the Circular shall have the same meanings when used in this notice.