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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)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 17 JUNE 2024

The board (the “**Board**”) of directors (the “**Directors**”) of RMH Holdings Limited (the “**Company**”) is pleased to announce that all the proposed resolutions as set out in the notice of AGM dated 23 May 2024 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the annual general meeting of the Company held on 17 June 2024 (the “**AGM**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the circular of the Company dated 23 May 2024 (the “**Circular**”) and the Notice.

POLL RESULTS OF THE AGM

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%)		Total number of votes
		For	Against	
1.	To receive and adopt the audited financial statements of the Company, the reports of the directors and the independent auditors of the Company for the year ended 31 December 2023.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
2.	(i) To re-elect Mr. Poon Chun Yin as executive director of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
	(ii) To re-elect Mr. Loke Wai Ming as executive director of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
	(iii) To re-elect Mr. Lee Chung Shun as executive director of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
	(iv) To re-elect Mr. Chau Wing Nam as independent non-executive director of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
	(v) To re-elect Mr. Yeung Pok Man Peason as independent non-executive director of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
	(vi) To re-elect Mr. Cheung Tsu Lun as independent non-executive director of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
	(vii) To re-elect Ms. Chong Wai Shan as independent non-executive director of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
3.	To authorize the board of directors of the Company to fix the directors’ remuneration.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)

Ordinary Resolutions		Number of Votes (%)		Total number of votes
		For	Against	
4.	To re-appoint CL Partners CPA Limited as auditors of the Company and to authorize the board of directors of the Company to fix the auditors' remuneration for the ensuing year.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
5.	To give a general mandate to the directors to issue new shares of the Company not exceeding 20% of the total number of issued shares of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
6.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
7.	To extend the general mandate to be given to the directors to allot, issue and deal with additional shares of the Company of an amount representing the total number of shares repurchased by the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)
Special Resolution		Number of Votes (%)		Total number of votes
		For	Against	
8.	To amend the existing memorandum and articles of association of the Company and to adopt the new memorandum and articles of association of the Company.	542,984,000 (99.92%)	436,000 (0.08%)	543,420,000 (100%)

* *Full text of the relevant resolutions is set out in the Notice.*

As more than 50% of the votes were cast in favour of the Proposed Resolutions no. 1 to 7, these resolutions were duly passed as ordinary resolutions of the Company.

As more than 75% of the votes were cast in favour of Proposed Resolution no. 8, the resolution was duly passed as a special resolution of the Company.

As at the date of the AGM, the total number of issued Shares of the Company was 1,332,000,000 Shares, representing the total number of Shares entitling the Shareholders to attend and vote for or against the relevant resolutions. There were no Shares entitling the holders to attend and abstain from voting in favour of the relevant resolutions as set out in Rule 17.47A of the GEM Listing Rules. There were no Shares the holder of which were required to abstain from voting on the relevant resolutions under the GEM Listing Rules. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM and none of the Shareholders have stated their intention in the AGM Circular to vote against or to abstain from voting on the resolutions proposed at the AGM.

The Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

All the Directors attended the AGM except Mr. Cheung Tsu Lun and Ms. Chong Wai Shan due to their other business arrangement.

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

Hong Kong, 17 June 2024

As at the date of this announcement, the executive directors of the Company are Mr. Poon Chun Yin (Chairman), Mr. Loke Wai Ming, Mr. Lee Chung Shun (Deputy Chairman) and Mr. Cui Han and the independent non-executive directors of the Company are Mr. Chau Wing Nam, Mr. Yeung Pok Man Peason, Mr. Cheung Tsu Lun and Ms. Chong Wai Shan.

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 Announcements” page of the GEM website at www.hkgem.com for a minimum period of 7 days from the date of its publication and on the Company’s website at <https://www.rmhhk.com>.