

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

## **RMH HOLDINGS LIMITED**

### **德斯控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8437)**

## **(1) ADDITIONAL RESUMPTION GUIDANCE AND (2) CONTINUED SUSPENSION OF TRADING**

This announcement is made by RMH Holdings Limited (the “**Company**”) pursuant to Rule 17.10 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**”) and the Inside Information Provisions (as defined in the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated (i) 28 April 2023 in relation to the resumption guidance; (ii) 25 May 2023 and 21 November 2023 in relation to the additional resumption guidance; and (iii) 20 November 2023 in relation to the resignation of Ms. Li Yin Fai as an independent non-executive Director.

Following the resignation Ms. Li Yin Fai as an independent non-executive Director and to date, the Company is not in compliance with the requirements of:

- (a) having at least one-third of the board comprising of independent non-executive directors as required under Rule 5.05A of the GEM Listing Rules;
- (b) the remuneration committee comprising a majority of independent non-executive director as required under Rule 5.34 of the GEM Listing Rules; and
- (c) having board diversity as required under Rule 17.104 of the GEM Listing Rules.

On 29 November 2023, the Company received from the Stock Exchange the following additional resumption guidance:

- re-comply with Rules 5.05A, 5.34 and 17.104 of the GEM Listing Rules

It is required by the Stock Exchange that the Company must remedy the substantive issues causing its trading suspension and fully comply with the GEM Listing Rules to the Stock Exchange’s satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange may modify or supplement the resumption guidance if the Company’s situation changes.

The Company will publish further announcement(s) to keep its shareholders and potential investors informed of the latest progress as and when appropriate and will announce quarterly updates on its development pursuant to Rule 17.26A of the GEM Listing Rules.

## **CONTINUED SUSPENSION OF TRADING**

At the direction of the Stock Exchange, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:08 a.m. on Monday, 3 April 2023 and will continue to be suspended until further notice.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares or other securities of the Company.**

By order of the Board  
**RMH Holdings Limited**  
**Yang Zhangxin**  
*Co-Chairman and Executive Director*

Hong Kong, 4 January 2024

*As at the date of this announcement, the executive Directors are Mr. Yang Zhangxin, Mr. Cui Han and Mr. Lee Chung Shun.*

*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](http://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>.*

*In case of any inconsistency between the English and Chinese versions, the English text of this announcement shall prevail over the Chinese text.*