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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)

**SUPPLEMENTAL NOTICE OF
THE POSTPONED ANNUAL GENERAL MEETING**

Reference is made to the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of RMH Holdings Limited (the “**Company**”) dated 31 March 2020 which set out the details of the resolutions to be proposed at the Postponed AGM for shareholders’ approval.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the postponed AGM (the “**Postponed AGM**”) will be held at 24/F., OfficePlus @Wan Chai, 303 Hennessy Road, Wanchai, Hong Kong on Friday, 26 June 2020, at 3:00 p.m. for the purposes of considering and, if thought fit, passing the following resolutions as ordinary resolutions, in addition to the resolutions set out in the Notice:

ORDINARY RESOLUTIONS

“2 (iii). To re-elect Mr. Liu Yang as executive director of the Company.”

“2 (iv). To re-elect Dr. Seow Swee How as executive director of the Company.”

“2 (v). To re-elect Mr. Yang Zhangxin as independent non-executive director of the Company.”

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

Hong Kong, 10 June 2020

Notes:

- (1) Except for the proposed supplemental resolutions, all other matters of the Postponed AGM remain unchanged. For details of the other resolutions to be considered and approved at the Postponed AGM, please refer to the circular and the notice for the AGM dated 31 March 2020. Unless otherwise defined in this Supplemental Notice, capitalised terms used in this Supplemental Notice shall have the same meanings as those defined in the Supplemental Circular.
- (2) A revised proxy form (the “**Revised Proxy Form**”) containing the resolutions mentioned above is enclosed with the Supplemental Circular. The proxy form issued by the Company along with the Notice (the “**First Proxy Form**”) will remain valid and effective to the fullest extent applicable if correctly completed and lodged with the Company’s branch share registrar.
- (3) Shareholders are entitled to appoint one or more proxies to attend the Postponed AGM, but only one of proxies can be designated to vote at the Postponed AGM. For the avoidance of doubt, should the proxies being appointed to attend the Postponed AGM under each of the First Proxy Form and/or the Supplemental Proxy Form are different and more than one of the proxies attended the Postponed AGM, only the proxy validly appointed under the Revised Proxy Form shall be designated to vote on all the resolutions at the Postponed AGM.
- (4) Any member of the Company (the “**Member**”) entitled to attend and vote at the Postponed AGM or its adjourned meeting (as the case may be) is entitled to appoint one or more proxies (if such member is the holder of two or more shares in the Company) to attend and, on a poll, vote on his/her/its behalf subject to the provisions of the articles of association of the Company. A proxy need not be a Member but must be present in person at the Meeting to represent the Member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
- (5) Where there are joint holders of any share of the Company, any one of such joint holders may vote at the Postponed AGM or its adjourned meeting, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders be present at any meeting, 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, and for this purpose, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- (6) The Revised Proxy Form for use at the Postponed AGM or its adjourned meeting is enclosed.
- (7) To be valid, the form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a certified copy of such power or authority, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the Postponed AGM or its adjourned meeting. Completion and return of the form of proxy will not preclude a Member from attending and voting in person at the Postponed AGM or its adjourned meeting.
- (8) References to time and date in this Supplemental Notice are to Hong Kong time and dates.

- (9) For determining Members' entitlement to attend and vote at the Postponed AGM, the register of Members will be closed from Monday, 22 June 2020 to Friday, 26 June 2020 (both dates inclusive), during which period no transfer of shares of the Company will be effected. In order to qualify for attending the forthcoming Meeting, all transfer documents accompanied by the relevant share certificate must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 19 June 2020.
- (10) According to Rule 17.47(4) of the GEM Listing Rules, the voting at the meeting or its adjourned meeting will be taken by poll.

As at the date of this notice, the Directors are:

Executive Directors

Dr. Loh Teck Hiong, Mr. Liu Yang and Dr. Seow Swee How.

Independent non-executive Directors

Mr. Cheung Kiu Cho, Vincent, Mr. Ong Kian Guan and Mr. Yang Zhangxin.

This notice, 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 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 notice will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting. This notice will also be published on the Company's website at <https://www.rmholdings.com.sg>.

This notice is prepared in both English and Chinese. In the event of inconsistency, the English text of the notice shall prevail over the Chinese text.