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## **Health and Happiness (H&H) International Holdings Limited**

**健合 (H&H) 國際控股有限公司**

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

**(Stock Code: 1112)**

### **GRANT OF SHARE OPTIONS PURSUANT TO SHARE OPTION SCHEME**

This announcement is made pursuant to Rule 17.06A of the Listing Rules.

On 16 November 2018, a total of 5,593,349 share options (the “**Share Options**”) to subscribe for 5,593,349 Shares were granted to a total of 20 eligible persons (the “**Grantees**”) under the Share Option Scheme, subject to acceptance of the Grantees.

Each Share Option shall entitle the holder of the Share Option to subscribe for one Share upon exercise of such Share Option at an exercise price of HK\$50.05 per Share, which represents the highest of (1) the nominal value of a Share; (2) the closing price of HK\$50.05 per Share as stated in the daily quotation sheets issued by the Stock Exchange on 16 November 2018; and (3) the average closing price of HK\$47.73 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant.

Subject to the provisions of the Share Option Scheme and satisfaction of vesting conditions in relation to certain performance targets as stipulated under the relevant grant letters, the Share Options shall vest on 1 April 2022 and will be exercisable for a period of six years after the date on which they vest.

The name, position, relationship and entitlement the Grantees of the Share Options who are a Director, chief executive and/or a substantial shareholder of the Company are as follows:

<b>Name</b>	<b>Position held and relationship with the Company</b>	<b>Number of Share Options granted</b>
Mr. Luo Fei	substantial shareholder of the Company, executive Director, chief executive officer of the Company and chairman of the Board	600,000
Mr. Wang Yidong	executive Director	628,536
Mrs. Laetitia Marie Edmee Jehanne ALBERTINI ep. GARNIER	executive Director	628,536

The grant of Share Options to Mr. Luo Fei, Mr. Wang Yidong and Mrs. Laetitia Marie Edmee Jehanne ALBERTINI ep. GARNIER has been approved by the independent non-executive Directors of the Company.

Other than as disclosed above and two other Grantees who are directors of certain subsidiaries of the Company and otherwise not connected persons of the Company as disclosed above, none of the Grantees of the Share Options is a Director, chief executive or substantial shareholder of the Company, or their respective associates (as defined in the Listing Rules).

## **DEFINITIONS**

In this announcement, unless otherwise stated, the following expressions shall have the following meanings:

“Board”	the board of Directors
“Company”	Health and Happiness (H&H) International Holdings Limited (健合(H&H)國際控股有限公司), a limited liability incorporated in the Cayman Islands, the shares of which are listed on the Stock Exchange
“Date of Grant”	16 November 2018, being the date of the grant of the Share Options
“Director(s)”	director(s) of the Company
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Share(s)”	ordinary shares of HK\$0.01 each in the capital of the Company
“Share Option Scheme”	the share option scheme adopted by the Company on 25 November 2010
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board  
**Health and Happiness (H&H) International Holdings Limited**  
**Luo Fei**  
*Chairman*

Hong Kong, 16 November 2018

*As at the date of this announcement, the executive Directors of the Company are Mr. Luo Fei, Ms. Laetitia Marie Edmee Jehanne ALBERTINI ep. GARNIER and Mr. Wang Yidong; the non-executive Directors of the Company are Dr. Zhang Wenhui and Mr. Luo Yun; the independent non-executive Directors of the Company are Dr. Ngai Wai Fung, Mr. Tan Wee Seng and Professor Xiao Baichun.*