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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)

TERMINATION OF 2011 SHARE AWARD SCHEME

References are made to (i) the announcement of Health and Happiness (H&H) International Holdings Limited (the “**Company**”) dated 28 November 2011 (the “**Announcement**”) in relation to the adoption of a share award scheme of the Company (the “**2011 Share Award Scheme**”) and (ii) the announcement of the Company dated 30 March 2012 in relation to the amendment to the 2011 Share Award Scheme. Unless otherwise defined, terms defined used in the Announcement shall have the same meanings when used in this announcement.

Given that there is no outstanding Award granted under the 2011 Share Award Scheme and the Company does not intend to grant further Award under the 2011 Share Award Scheme prior to its expiry on 27 November 2021, the Board has resolved to terminate the 2011 Share Award Scheme with effect from 31 October 2019 (the “**Termination**”).

Under the Trust Deed, upon the Termination, the Trustee shall dispose of all Shares held by it as the trustee for the 2011 Share Award Scheme which remains unvested on the market as soon as practicable and return all proceeds (net of fees, costs and expenses) arising from such disposal together with all funds then remaining in the Trust to the Company. As at the date of this announcement, the Trustee held 114,705 Shares as the trustee for the 2011 Share Award Scheme.

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

Hong Kong, 31 October 2019

As at the date of this announcement, the executive Directors of the Company are Mr. Luo Fei, Mrs. 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; and the independent non-executive Directors of the Company are Dr. Ngai Wai Fung, Mr. Tan Wee Seng and Professor Xiao Baichun.