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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)

HK\$3,100,000,000

Zero Coupon Convertible Bonds due 2019

(Stock Code: 6024)

DELISTING OF HK\$3,100,000,000 ZERO COUPON CONVERTIBLE BONDS DUE 2019

Reference is made to the announcements of Health and Happiness (H&H) International Holdings Limited (the “**Company**”) dated 14 January 2014, 13 February 2014 and 20 February 2014 (“**Announcements**”) in relation to the issue of the HK\$3,100,000,000 zero coupon convertible bonds (Stock Code: 6024). Unless otherwise stated, terms defined in the Announcements shall have the same meanings when used herein.

The board of directors of the Company announces that Convertible Bonds with the aggregate principal amounts of HK\$1,814,000,000 and HK\$1,286,000,000 have been repurchased and cancelled pursuant to the repurchase conducted by the Company on 22 June 2016 and redeemed pursuant to the redemption conducted by the Company on 20 February 2017 respectively in accordance with the terms and conditions of the Convertible Bonds. As of the date of this announcement, no Convertible Bond is outstanding.

The Company has applied to the Stock Exchange for the withdrawal of listing of the Convertible Bonds from the Stock Exchange. Such withdrawal of listing is expected to become effective upon the close of business on 19 November 2018.

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

Hong Kong, 13 November 2018

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