

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.



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

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

On 24 August 2017, 14,318,647 share options (the “**Share Options**”) to subscribe for 14,318,647 Shares were granted to 216 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\$29.25 per Share, which represents the highest of (1) the nominal value of a Share; (2) the closing price of HK\$29.25 per Share as stated in the daily quotation sheets issued by the Stock Exchange on 24 August 2017; and (3) the average closing price of HK\$26.58 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, the Share Options shall vest on 1 April 2021 and will be exercisable for a period of six years after they vest.

Other than one Grantee, Mr. Luo Fei, who is both a substantial shareholder (as such term is defined under the Listing Rules) and a Director of the Company, and six 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).

The name, position, relationship and entitlement of Mr. Luo Fei, the Grantee of the Share Options who is both a Substantial Shareholder and a Director are as follows:

Name	Position held and relationship with the Company	Number of Share Options granted
Mr. Luo Fei	substantial shareholder of the Company, executive Director and chairman of the Board	616,253

The grant of Share Options to Mr. Luo Fei has been approved by the independent non-executive directors of the Company.

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”	24 August 2017, 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, 24 August 2017

As at the date of this announcement, the executive director of the Company is Mr. Luo Fei; the non-executive directors of the Company are Dr. Zhang Wenhui, Mr. Wu Xiong, Mr. Luo Yun and Mr. Chen Fufang; and the independent non-executive directors of the Company are Dr. Ngai Wai Fung, Mr. Tan Wee Seng and Professor Xiao Baichun.