

Monthly Return of Equity Issuer on Movements in Securities

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Health and Happiness (H&H) International Holdings Limited
Date Submitted	4/12/2017

I. Movements in Authorised Share Capital

1.	Ordinary	Shares

(1) Stock code :1112 Description	on : Ordinary	/ Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	10,000,000,000	0.01	100,000,000
Increase/(decrease)			
Balance at close of the month	10,000,000,000	0.01	100,000,000
(2) Stock code : <u>N/A</u> Descriptio	on : <u>N/A</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code :	N/A	_Descripti	on :	N/A		
				preference hares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding mont	h				
Increase/(decrease))				-	
Balance at close of	the month	-				

3. Other Classes of Shares

Stock code :	N/A	Descripti	on : <u>N/A</u>		
			No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	f preceding mo	onth		. <u> </u>	
Increase/(decrease	e)	-			
Balance at close of	f the month	-			
Total authorised sh	are capital at t	he end of the	e month (HK\$) :		100,000,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes of
	(1)	(2)	shares	shares
Balance at close of preceding month	635,419,575	N/A	N/A	<u> </u>
Increase/ (decrease) during the month Balance at close of the	285,688	N/A	N/A	<u> </u>
month	635,705,263	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of		
date		Movement during	g the month			the month
(dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed		the month
1. Pre-IPO						
Share Option Scheme						
(Options for the issue of 11,150,249 Shares were granted)						
(12/07/2010)						
Ordinary shares		3,376			3,376	773,032
(Note 1)						
2. Share Option Scheme						
Exercise Price						
HKD 15.312						
(25/11/2010)						
Ordinary shares		10,236			10,236	22,054
(Note 1)					·	
3. Share Option Scheme						
Exercise Price						
HKD11.52						
(25/11/2010)						
Ordinary shares						50,765
(Note 1)						
4. Share Option Scheme						
Exercise Price						
HKD12.12						
(25/11/2010)						
Ordinary shares						120,000
(Note 1)						
5. Share Option Scheme						
Exercise Price						
HKD19.64						
(25/11/2010)						
Ordinary shares		7,072			7,072	45,262
(Note 1)	_	_	_			
6. Share Option Scheme						
Exercise Price						
HKD24.70						
(25/11/2010)						
Ordinary shares		24,880			24,880	112,883

7. Share Option Scheme						
Exercise Price						
HKD15.58						
(29/12/2015)						
Ordinary shares		205,130	24,209	37,650	205,130	7,383,574
(Note 1)						
8. Share Option Scheme						
Exercise Price						
HK\$21.05						
(03/05/2016)						
Ordinary shares						199,699
(Note 1)						
9. Share Option Scheme						
Exercise Price						
HKD20.92						
(30/09/2016) Ordinary shares		24 004			34,994	253 454
Ordinary shares (Note 1)		34,994			34,334	352,151
10. Share Option Scheme						
Exercise Price						
HKD23.30						
(23/12/2016)						
Ordinary shares						263,051
(Note 1)						,
11. Share Option Scheme						
Exercise Price						
HKD25.75						
(19/04/2017)				107 005		
Ordinary shares				197,305		1,498,419
(Note 1)						
12. Share Option Scheme						
Exercise Price						
HKD22.15						
(07/07/2017)						
Ordinary shares				64,109		356,803
(Note 1)						
13. Share Option Scheme						
Exercise Price						
HKD29.25						
(24/08/2017)						
Ordinary shares				741,772		13,313,359
				171,114		10,010,000
			Total A (Or	dinary shares)	285,688	
				erence shares)	N/A	
			וייספ	(Other class)	N/A	
Total funds raised during the	month from exe	ercise of options (St		· · · · ·		
currency)				\$4,846,704.872		

Description of warrants (Date of expiry - dd/mm/yyyy)		Nominal value at close of preceding month		Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A						
	_					
(/ /) Stock code (if listed) Class of shares issuable (Note 1)						
Subscription price			_			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	_			
2. N/A	_					
	_					
(/ /) Stock code (if listed) Class of shares issuable						
(Note 1)						
Subscription price			_			
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
3. N/A			_			
	_					
				<u> </u>		
Stock code (if listed)						
Class of shares issuable						
(Note 1) Subscription price			_			
EGM approval date			_			
(if applicable)	, , ,	、 、				
(dd/mm/yyyy) 4. N/A	(/ /)	_			
	_					
Stock code (if listed) Class of shares issuable (Note 1)			_			
Subscription price			_			
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
			Total B. (Ord	linary shares)	Nil	
				rence shares)	N/A	-
			((Other class)	N/A	

	Currency of amount	Amou	nt at close of	Converted during the	Amount at close	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Class and description	outstanding	prece	eding month	month	of the month		
1. HK\$3.1 billion zero coupon convertible bonds due 2019							
	HKD	\$3,10	00,000,000	Nil	Nil	Nil	Nil(See Remarks)
Stock code (if listed) Class of shares issuable (Note 1)	6024 Ordinary						
Subscription price	HK\$ 90.84						
(if applicable) (dd/mm/yyyy)) 2. N/A	N/A						
Stock code (if listed)							
Class of shares issuable (Note 1) Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /))					
<u>3.</u> N/A							
Stock code (if listed)							
Class of shares issuable (Note 1) Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /))					
<u>4.</u> N/A							
Stock code (if listed) Class of shares issuable					- <u> </u>		
(Note 1) Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)						
					linary shares) rence shares) (Other class)	Nil N/A N/A	- - -

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A		
	-	
	-	
shares (Note 1)	-	
2. N/A		
2. <u>N/A</u>	-	
	-	
shares (Note 1)		<u> </u>
3. N/A		
	-	
shares (Note 1)	-	
Total D. (Ordinary shares)	Nil	_
(Preference shares)	N/A	_
(Other class)	N/A	_

Oth	er Movements in	Issued Share Cap	ital					
							No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue							
				Class of shares issuable (Note 1)				
1.	Rights issue	At price :	State currency	 lssue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(00/1111/29999)			<u> </u>	<u>N/A</u>
				Class of shares issuable (Note 1)				
2.	Open offer	At price :	State currency	 Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(<u>N/A</u>	<u>N/A</u>
				 Class of shares issuable (Note 1)				
3.	Placing	At price :	State currency	 Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				(dd/mm/yyyy)			<u> </u>	<u>N/A</u>
				Class of shares issuable (Note 1)				
4.	Bonus issue			Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
							<u>N/A</u>	<u>N/A</u>

								No. of new shares of issuer issued during the month pursuant thereto	
	Type of Issue								
				Class of shares issuable (Note 1)					
5.	Scrip dividend At price	e :	State currency	 Issue and allotment date : (dd/mm/yyyy)	(/	1)		
				EGM approval date: (dd/mm/yyyy)	(/	1)	N/A	N/A
				Class of shares repurchased (Note 1)					
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/	1)		
				EGM approval date: (dd/mm/yyyy)	(/	1)	N//A	N1/A
								<u>N/A</u>	<u>N/A</u>
				Class of shares redeemed (Note 1)					
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/	1)		
				EGM approval date: (dd/mm/yyyy)	(/	1)	N/A	NI/A
								<u>N/A</u>	<u>N/A</u>
				Class of shares issuable (Note 1)					
8.	Consideration issue At price	e:	State currency	Issue and allotment date : (dd/mm/yyyy)	(/	1)		
				EGM approval date: (dd/mm/yyyy)	(/	1)	N/A	N1/A
								<u> </u>	<u> </u>
				Class of shares issuable (Note 1)					
9.	Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(/	1)		
				EGM approval date: (dd/mm/yyyy)	(/	/)	N/A	N/A
								<u> </u>	<u>IN/A</u>

Type of Issue			No. of ne shares of is issued durin month purs thereto	suer shares of g the issuer which uant may be issued
10. Other	At price :	State currency	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) <u>V/A</u> EGM approval date: (dd/mm/yyyy) <u>N/A</u>	A N/A
			Total E.(Ordinary shares)N/A(Preference shares)N/A(Other class)N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	285,688
(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	N/A
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

Remarks (if any):

The entire principal encount of the LUKA2. A hillion more accuratible hands due 2010 issued by the Company, has been
The entire principal amount of the HK\$3.1 billion zero coupon convertible bonds due 2019 issued by the Company has been
repurchased by the Company but not yet cancelled.
Submitted by: Yang Wenyun
Title: Joint Company Secretary
Title: Joint Company Secretary (Director, Secretary or other duly authorised officer)
(Director, Secretary or other duly authorised officer)
(Director, Secretary or other duly authorised officer)
(Director, Secretary or other duly authorised officer)

2. If there is insufficient space, please append the prescribed continuation sheet.