

Monthly Return of Equity Issuer on Movements in Securities

 For the month ended (dd/mm/yyyy) :
 30/4/2019

 To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Health and Happiness (H&H) International Holdings Limited
Date Submitted	7/5/2019

I. Movements in Authorised Share Capital

	1.	Ordinary	Shares
Г			

(1) Stock code : <u>1112</u> Description : <u>Ordinary Shares</u>							
	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		
				of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding mon	th				
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 ordina	ry shares	No of preference	No. of other classes of
	(1)	(2)	shares	shares
Balance at close of preceding month Increase/ (decrease) during	640,397,011	N/A	N/A	N/A
the month Balance at close of the	903,115	N/A	N/A	N/A
month	641,300,126	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	No. of new shares of issuer which may be issued pursuant		
date	_	Movement during	g the month		pursuant thereto	thereto as at close of
(dd/mm/yyyy) and class of shares issuable	Orrestad	E uropie e d	Ormaellad	L = a a a d		the month
	Granted	Exercised	Cancelled	Lapsed		
1. Pre-IPO						
Share Option Scheme (Options for the issue of 11,150,249 Shares were granted)						
(12/07/2010)						
Ordinary shares		2,417		400	2,417	705,297
(Note 1)						
2. Share Option Scheme						
Exercise Price						
HKD 15.312						
(25/11/2010)						
Ordinary shares						7,903
(Note 1)						·
3. Share Option Scheme						
Exercise Price						
HKD11.52						
(25/11/2010)						
Ordinary shares		5,150			5,150	16,408
(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		5,198			5,198	14,843
(Note 1)						
6. Share Option Scheme						
Exercise Price						
HKD24.70						
(25/11/2010)						
Ordinary shares						42,090

(Noto 1)					
(Note 1) 7. Share Option Scheme					
Exercise Price					
HKD15.58					
(29/12/2015)					
Ordinary shares		722,389	 525	722,389	3,540,700
(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)		0 704		0 704	070 407
Ordinary shares (Note 1)		8,724	 	8,724	279,487
10. Share Option Scheme					
Exercise Price					
HKD23.30					
(23/12/2016)					
Ordinary shares		23,303	 108	23,303	48,935
(Note 1)		<u> </u>	 	·	· · ·
11. Share Option Scheme					
Exercise Price	-				
HKD25.75	-				
(19/04/2017)	-				
Ordinary shares	-	58,691	 	58,691	1,071,525
(Note 1)		50,091	 	50,091	1,071,323
(Note 1) 12. Share Option Scheme					
Exercise Price					
HKD22.15					
(07/07/2017)		77 040	250	77 040	00.000
Ordinary shares		77,243	 358	77,243	99,099
(Note 1)					
13. Share Option Scheme					
Exercise Price					
HKD29.25					
(0.4/00/0047)					
(24/08/2017)			0// ===		40.440.000
Ordinary shares			 914,776		10,440,683
(Note 1)					
14. Share Option Scheme					
Exercise Price					
HKD47.10					
(05/12/2017)					
Ordinary shares			 111,546		511,386
(Note 1)			 		
15. Share Option Scheme					
Exercise Price	-				
HKD60.02	-				
(20/04/2018)					
Ordinary shares			 		604,000

(Note 1) 16. Share Option Scheme						
Exercise Price						
HKD59.05						
(26/07/2018)				00.040		470.007
Ordinary shares				20,013		476,287
(Note 1)						
17. Share Option Scheme						
Exercise Price						
HKD47.27						
(28/09/2018)						
Ordinary shares				7,477		56,302
(Note 1)						
18 Share Option Scheme						
Exercise Price						
HKD50.05						
(16/11/2018)						
Ordinary shares				399,602		4,565,211
(Note 1)						
19 Share Option Scheme						
Exercise Price						
HKD49.15						
(29/03/2019)						
Ordinary shares						3,085,008
				dinary shares)	903,115	
			(Prefe	erence shares)	N/A	
				(Other class)	N/A	
tal funds raised during the	month from exe	rcise of options (St	ate	\$15,370, 044.03		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	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		montin	montui	monut		
	—					
				<u> </u>		
(/ /) Stock code (if listed) Class of shares issuable (Note 1)			_			
Subscription price			_			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	_			
2. N/A			_			
	_					
		. <u></u> .		- <u></u>		
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	_

Convertibles (i.e. Convertible into S	Shares of the Issuer w	hich are to be L	isted)			
Class and description		ount at close of ceding month	Converted during the month	Amount 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 <i>(Note 1)</i>		_				
Subscription price		_				
(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)	(/ /)					
<u>3. N/A</u>		-				
	—					
Stock code (if listed)						
Class of shares issuable		-				
(Note 1) Subscription price		-				
EGM approval date		-				
(if applicable) (dd/mm/yyyy)	(/ /)					
<u>4. N/A</u>		-				
	_					
Stock code (if listed)						
Class of shares issuable		-				
(Note 1) Subscription price		_				
EGM approval date		_				
(if applicable) (dd/mm/yyyy)	(/ /)					
		-		linary shares)	Nil	_
			•	rence shares)	N/A	-
				(Other class)	N/A	-

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

if a	l particulars including EGM approval date (dd/mm/yyyy), pplicable, 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		
	(/ /)		
	shares (Note 1)		
3.	N/A		
	shares (Note 1)		- <u> </u>
	Total D. (Ordinary shares)	Nil	
	(Preference shares) (Other class)	N/A N/A	-
			-

Type of issue State of issue 1. Rights issue At price : State currency Class of shares issuable ((///)) 1. Rights issue At price : State currency Issue and allotment date : (///) 2. Open offer At price : State currency Class of shares issuable ((///)) 2. Open offer At price : State currency Class of shares issuable ((///)) 3. Placing At price : State currency Class of shares issuable ((///)) 3. Placing At price : State currency Issue and allotment date : (///) Class of shares issuable (///) N/A 3. Placing At price : State currency Issue and allotment date : (///) Class of shares issuable (///) N/A 3. Placing At price : State currency Issue and allotment date : (///) Class of shares issuable (///) N/A Class of shares issuable (///) N/A Glass of shares issuable (///) N/A Class of shares issuable (///)					ital	sued Share Cap	ner Movements in Is	Oth
1. Rights issue At price : State currency Class of shares issuable (///) 1. Rights issue At price : State currency Issue and allotment date : (//) 2. Open offer At price : State currency Class of shares issuable (///) 2. Open offer At price : State currency Issue and allotment date : (//) 2. Open offer At price : State currency Issue and allotment date : (//) 3. Placing At price : State currency Class of shares issuable (///) 3. Placing At price : State currency Issue and allotment date : (//) (dd/mm/yyyy) EGM approval date: (//) N/A Class of shares issuable	uer shares of the issuer which	No. of new shares of issuer issued during the month pursuant thereto						
1. Rights issue At price : State currency Issue and allotment date : (/ /) (d/mm/yyyy) EGM approval date: (/ /) (d/mm/yyyy) N/A 2. Open offer At price : State currency Class of shares issuable (Note 1) 2. Open offer At price : State currency Issue and allotment date : (/ /) (d/mm/yyyy) 3. Placing At price : State currency Class of shares issuable (Note 1) 3. Placing At price : State currency Issue and allotment date : (/ /) (d/mm/yyyy) EGM approval date: (/ /) (d/mm/yyyy) N/A 3. Placing At price : State currency Class of shares issuable (Note 1) 3. Placing At price : State currency Issue and allotment date : (/ /) (d/mm/yyyy) EGM approval date: (/ /) (d/mm/yyyy) N/A 4 Bomus issue Issue and allotment date : (/ /)							Type of Issue	
2. Open offer At price : State currency Class of shares issuable (///) (//)								
2. Open offer At price : State currency Class of shares issuable (Note 1)			(/ /)		State currency	At price :	Rights issue	1.
N/A 2. Open offer At price : State currency State Issue and allotment date : (//) (dd/mm/yyyy) EGM approval date: (//) (dd/mm/yyyy) N/A 3. Placing At price : State currency (dd/mm/yyyy) Issue and allotment date : (//) (dd/mm/yyyy) N/A Class of shares issuable (//ote 1) Issue and allotment date : (//) (dd/mm/yyyy) EGM approval date: (//) (// //) (dd/mm/yyyy) N/A			(/ /)	EGM approval date:				
2. Open offer At price : State currency Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A 3. Placing At price : State currency Class of shares issuable (Mote 1) 3. Placing At price : State currency Issue and allotment date : (/ /) (dd/mm/yyyy) Base and allotment date : (/ /) (dd/mm/yyyy) N/A Class of shares issuable	N/A	<u> </u>		(dd/mm/yyyy)				
Image: State stat								
Image: State (dd/mm/yyyy) N/A 3. Placing At price : State currency Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A N/A 4 Bonus issue			(/ /)		State	At price :	Open offer	2.
N/A 3. Placing At price : State currency Glass of shares issuable			(//)	EGM approval date:				
3. Placing At price : State currency Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Image: N/A N/A Class of shares issuable (/ /) (Note 1) Image: At price issue Image: State currency Image: State currency Image: State currency Image: State currencure Im	<u> </u>	<u>N/A</u>						
EGM approval date: (/ /) (dd/mm/yyyy)								
Class of shares issuable (N/A Class of shares issuable (Note 1) Issue and allotment date :			(/ /)	lssue and allotment date : (dd/mm/yyyy)	State	At price :	Placing	3.
Class of shares issuable (Note 1) 4. Bonus issue Issue and allotment date : (/ /)			(/ /)					
(Note 1) 4 Bonus issue (/ /)	N/A	<u> </u>		(dd/mm/yyyy)				
14 BOOUS ISSUE								
(da/mm/yyyy)			(/ /)	Issue and allotment date : (dd/mm/yyyy)			Bonus issue	4.
EGM approval date: (/ /) (dd/mm/yyyy)			(/ /)	EGM approval date: (dd/mm/yyyy)				
<u>N/A</u>	<u> </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 : State currency -	Issue and allotment date : (dd/mm/yyyy)	(/ /			
			EGM approval date: (dd/mm/yyyy)	()	N/A	N/A
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N 1/A	N1/A
						<u>N/A</u>	<u> </u>
			Class of shares redeemed (Note 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N1/A
						<u>N/A</u>	<u>N/A</u>
			Class of shares issuable (Note 1)				
8.	Consideration issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
						N/A	<u> </u>
			Class of shares issuable (Note 1)				
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	<u>N/A</u>

	Type of Issue			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
10		At price : State	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) <u>(/ /)</u> EGM approval date: (dd/mm/yyyy) <u>N/A</u>	N/A	N/A
			Total E. (Ordinary sha (Preference sha (Other c	ares) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	903,115
(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 Capita	(").)

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Yang Wenyun

Title: Joint Company Secretary (Director, Secretary or other duly authorised officer)

Notes :

1. State the class of shares (e.g. ordinary, preference or other).

- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. *"Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.