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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)

Announcement

This announcement is made by Health and Happiness (H&H) International Holdings Limited (the “**Company**”) for the purpose of updating shareholders and potential investors on the proceedings instituted by the Securities and Futures Commission (the “**SFC**”) in the Market Misconduct Tribunal of Hong Kong (the “**MMT**”) relating to the Company and Mr. Luo Fei, the Chairman, an Executive Director and the former Chief Executive Officer of the Company (the “**Proceedings**”).

Reference is made to the announcement issued by the Company dated 29 November 2018.

Following the substantive hearing of the Proceedings held on 25 June 2019, prior to which the Company and the SFC have reached an agreement on the facts, liability and sanctions, the MMT held that the Company and Mr. Luo Fei were in breach of the disclosure requirements under the Securities and Futures Ordinance (Cap. 571) and ordered that:

- (i) the Company and Mr. Luo Fei to pay regulatory fines of HK\$1,600,000 each, together with the Government’s costs and expenses of the Proceedings and the SFC’s investigation and legal costs of the Proceedings; and
- (ii) Mr. Luo Fei to attend training on compliance with the disclosure obligations, directors’ duties and corporate governance.

For further details, please refer to the press release on the website of the SFC under the link below:

<https://www.sfc.hk/edistributionWeb/gateway/EN/news-and-announcements/news/doc?refNo=19PR57>

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

Hong Kong, 25 June 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; the independent non-executive directors of the Company are Dr. Ngai Wai Fung, Mr. Tan Wee Seng and Professor Xiao Baichun.