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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)**

**GRANT OF AWARDED SHARES PURSUANT TO  
2022 SHARE AWARD SCHEME**

The Board hereby announces that, on 14 December 2022, the Board has resolved to grant and granted a total of 259,000 Awarded Shares (i.e. the Granted Awarded Shares) to 2 Selected Participants (i.e. the Award Participants) who are employees of the Group (who are not connected persons of the Company).

Details of the grant of the Awarded Shares are as follows:

Date of Grant:	14 December 2022
Categories of Award Participants:	Employees who are not connected persons of the Company.  To the best of the knowledge, information and belief of the directors of the Company having made all reasonable enquiry, each of the 2 Award Participants who are employees of the Group is not a Director, chief executive or substantial shareholder of the Company, or any of their respective associate.
Number of Granted Awarded Shares:	259,000
Purchase price of Award Shares:	In accordance with the 2022 Share Award Scheme, the Trustee shall transfer such Shares to the Award Participants at no consideration upon the satisfaction of the relevant vesting conditions specified by the Board.

Vesting Period:	Vesting Date	Number of Awarded Shares to be vested (subject to fulfilment of vesting conditions)
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	1 April 2024	111,000 Shares
	1 April 2025	148,000 Shares

Pursuant to the 2022 Share Award Scheme, conditional upon the execution by such Awarded Participants of acceptance of the grant letters in relation to the Granted Awarded Shares, the Award granted to the 2 employees of the Group will be satisfied by way of allocation of 259,000 Shares purchased and currently held by the Trustee.

To the best of the knowledge, information and belief of the Directors of the Company having made all reasonable enquiry, the Trustee is a third party independent of the Company and is not a connected person of the Company, or a director or a substantial shareholder (as defined under the Listing Rules) of the Group.

## DEFINITIONS

In this announcement, unless otherwise stated, the following expressions shall have the following meanings:

“2022 Share Award Scheme”	the share award scheme adopted by the Company on 11 January 2022
“Award Participants”	the 2 Selected Participants who are granted the Granted Awarded Shares
“Award(s)”	award of Shares by the Company pursuant to the 2022 Share Award Scheme to any Selected Participant(s)
“Awarded Shares”	in respect of any Selected Participant(s), such number of Shares determined by the Board and granted to such Selected Participant(s) pursuant to the 2022 Share Award Scheme
“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
“connected person(s)”	has the meaning ascribed thereto in the Listing Rules
“Director(s)”	director(s) of the Company

“Eligible Participant(s)”	any bona fide employee of the Company or of any subsidiary, provided always that such term shall exclude any person who at the relevant time has tendered his resignation or who is working out his period of notice pursuant to his employment contract or otherwise selected by the Board for participation in the 2022 Share Award Scheme
“Granted Awarded Shares”	a total of 259,000 Awarded Shares granted to the Award Participants on 14 December 2022, conditional upon the execution by such Award Participants of acceptance of the grant letters
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Selected Participant(s)”	those Eligible Participants selected by the Board for participation in the 2022 Share Award Scheme
“Share(s)”	ordinary shares of HK\$0.01 each in the capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder(s)”	has the meaning ascribed thereto in the Listing Rules
“Trust”	the 2022 H&H Share Award Scheme Trust from which Awarded Shares may be granted to Selected Participants pursuant to the 2022 Share Award Scheme
“Trustee”	BOCI-Prudential Trustee Limited, the trustee of the Trust

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

Hong Kong, 14 December 2022

*As at the date of this announcement, the executive directors of the Company are Mr. Luo Fei, Mrs. Laetitia Albertini and Mr. Wang Yidong; the non-executive directors of the Company are Dr. Zhang Wenhui and Mr. Luo Yun; and the independent non-executive directors of the Company are Mr. Tan Wee Seng, Mrs. Lok Lau Yin Ching and Mr. Wang Can.*