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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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

This announcement is made by Health and Happiness (H&H) International Holdings Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) in relation to the proposed amendments to the articles of association of Company (the “**Articles of Association**”).

The Listing Rules had been amended, among others, to require all listed issuers to adopt a uniform set of 14 core shareholder protection standards (the “**Core Standards**”) as set out in Appendix 3 to the Listing Rules, which took effect on 1 January 2022. The board of directors (the “**Directors**”) of the Company (the “**Board**”) proposes to make certain amendments to the existing Articles of Association to (i) conform to the Core Standards; (ii) bring the Articles of Association in line with amendments made to the Listing Rules and the applicable law and procedures in the Cayman Islands; and (iii) to incorporate certain housekeeping changes. For the purposes of the Proposed Amendments, the Board proposes to adopt the amended and restated Articles of Association in substitution for, and to the exclusion of, the existing Articles of Association.

The proposed amendments to the Articles of Association shall be subject to the passing of a special resolution by the shareholders of the Company at the forthcoming annual general meeting of the Company to be held on 12 May 2023 (the “AGM”), and the amended and restated Articles of Association shall become effective upon the passing of such special resolution at the AGM. A circular containing, among others, details of the proposed amendments to the Articles of Association and a notice convening the AGM will be despatched to the Company’s shareholders as soon as practicable.

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

Hong Kong, 21 March 2023

As at the date of this announcement, the executive directors of the Company are Mr. Luo Fei and Mr. Wang Yidong; the non-executive directors of the Company are Mrs. Laetitia Albertini, 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 Professor Ding Yuan.