

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**” and each a “**Director**”) of Health and Happiness (H&H) International Holdings Limited (the “**Company**”, together with its subsidiaries (the “**Group**”)) is pleased to announce the appointment of Mrs. Mingshu Zhao Wiggins (“**Mrs. Zhao**”) as a non-executive Director, effective from 1 January, 2024.

The biographical details of Mrs. Zhao are as follows:

Mrs. Zhao, aged 39, graduated with a master’s degree in business administration from Harvard Business School in 2012 and a bachelor’s degree from Emory University in 2006.

She is the Co-Founder and Chairwoman of PROVEN Group, Inc., an artificial intelligence and digital technology-enabled personalized cosmetics company she founded in 2017. The Group invested in PROVEN Group, Inc. as a minority shareholder holding initially approximately 13% of its issued shares in 2019. She served as Head of Partnerships of new markets in NerdWallet, Inc. (Nasdaq: NRDS) from 2014 to 2016; as an Investor in Pacific Alternative Asset Management Company from 2011 to 2013; as a Private Equity Investor in Bain Capital from 2008 to 2010; and as a Management Consultant in The Boston Consulting Group from 2006 to 2008.

As at the date of this announcement, Mrs. Zhao is interested in approximately 16.54% of the issued shares of PROVEN Group, Inc., which is an associated corporation of the Company under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) by virtue of the Group’s ownership of approximately 23.51% in its issued shares.

Save for the aforementioned, Mrs. Zhao does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company nor does she have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement.

Mrs. Zhao has entered into an appointment letter (“**NED Appointment Letter**”) with the Company for her position as a non-executive Director of the Company commencing from 1 January 2024, which may be terminated by either party furnishing written notice of not less than three months and subject to rotation, retirement and reelection at the annual general meeting pursuant to the articles of association of the Company. The director’s fees payable to Mrs. Zhao under the NED Appointment Letter will be RMB800,000 per annum, which was determined with reference to the fees payable by companies of comparable business and scale to non-executive directors.

Save for the aforementioned, the Board is not aware of any information that need to be disclosed pursuant to the requirement of the Rules 13.51(2) of the Listing Rules or any other matters in relation to the appointment of Mrs. Zhao that need to be brought to the attention of the shareholders of the Company.

The Board believes that the entrepreneurial background and extensive experience in finance and consulting of Mrs. Zhao will enrich the Board’s diversity and industry insights. The Board would like to take this opportunity to express its warm welcome to Mrs. Zhao upon her joining the Board.

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

Hong Kong, 29 December, 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.