SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 14)

HWH INTERNATIONAL INC.

(Name of Issuer)

COMMON STOCK, $0.0001 PAR VALUE

(Title of Class of Securities)

44852G309

(CUSIP Number)

Heng Fai Ambrose Chan
9 Temasek Boulevard #16-04, Suntec Tower Two
Singapore, U0, 038989
(65) 6333 9181

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

08/07/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP Number(s):	44852G309

1	**Name of reporting person** Heng Fai Ambrose Chan		
2	**Check the appropriate box if a member of a Group (See Instructions)** ☑ (a) ☐ (b)		
3	**SEC use only**		
4	**Source of funds (See Instructions)** OO		
5	**Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)** ☐		
6	**Citizenship or place of organization** SINGAPORE		
Number of Shares Beneficially Owned by Each Reporting Person With:	7	**Sole Voting Power** 2,482,600.00	
	8	**Shared Voting Power** 8,064,319.00	
	9	**Sole Dispositive Power** 2,482,600.00	
	10	**Shared Dispositive Power** 8,064,319.00	
11	**Aggregate amount beneficially owned by each reporting person** 8,064,319.00		
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐		
13	**Percent of class represented by amount in Row (11)** 27.1 %		
14	**Type of Reporting Person (See Instructions)** IN		

Comment for Type of Reporting Person: Aggregate amount includes (i) 535,475 shares and warrants convertible into 47,375 shares of the Issuer's common stock, $0.0001 par value held by Alset Acquisition Sponsor, LLC; (ii) 2,482,600 shares of common stock owned directly by Mr. Chan; (iii) 2,211,279 shares of common stock held by Alset International Limited; and (iv) 2,787,590 shares of common stock held by Alset Inc., over which Mr. Chan may be deemed to possess indirect beneficial ownership as the Chief Executive Officer and Chairman of Alset Inc. and Alset International Limited. This percentage is based on 29,726,400 shares of the Issuer's common stock outstanding as of August 11, 2026.

SCHEDULE 13D

CUSIP Number(s):	44852G309

1	**Name of reporting person** Alset Inc.		
2	**Check the appropriate box if a member of a Group (See Instructions)** ☑ (a) ☐ (b)		
3	**SEC use only**		
4	**Source of funds (See Instructions)** OO		
5	**Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)** ☐		
6	**Citizenship or place of organization** TEXAS		
Number of Shares Beneficially Owned by Each Reporting Person With:	7	**Sole Voting Power** 0.00	
	8	**Shared Voting Power** 5,581,719.00	
	9	**Sole Dispositive Power** 0.00	
	10	**Shared Dispositive Power** 5,581,719.00	
11	**Aggregate amount beneficially owned by each reporting person** 5,581,719.00		
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐		
13	**Percent of class represented by amount in Row (11)** 18.7 %		

14	**Type of Reporting Person (See Instructions)** CO

Comment for Type of Reporting Person: Aggregate amount includes (i) 535,475 shares and warrants convertible into 47,375 shares of the Issuer's common stock, $0.0001 par value held by Alset Acquisition Sponsor, LLC, a majority owned subsidiary of Alset Inc.; (ii) 2,211,279 shares held by Alset International Limited, a majority owned subsidiary of Alset Inc; and (iii) 2,787,590 shares held by Alset Inc. directly. This percentage is based on 29,726,400 shares of the Issuer's common stock outstanding as of August 11, 2026.

SCHEDULE 13D

CUSIP Number(s):	44852G309

1	**Name of reporting person** Alset International Limited		
2	**Check the appropriate box if a member of a Group (See Instructions)** ☑ (a) ☐ (b)		
3	**SEC use only**		
4	**Source of funds (See Instructions)** OO		
5	**Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)** ☐		
6	**Citizenship or place of organization** SINGAPORE		
Number of Shares Beneficially Owned by Each Reporting Person With:	7	**Sole Voting Power** 2,211,279.00	
	8	**Shared Voting Power** 0.00	
	9	**Sole Dispositive Power** 2,211,279.00	
	10	**Shared Dispositive Power** 0.00	
11	**Aggregate amount beneficially owned by each reporting person** 2,211,279.00		

12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐
13	**Percent of class represented by amount in Row (11)** 7.4 %
14	**Type of Reporting Person (See Instructions)** CO

Comment for Type of Reporting Person: This percentage is based on 29,726,400 shares of the Issuer's common stock outstanding as of August 11, 2026.

SCHEDULE 13D

CUSIP Number(s):	44852G309

1	**Name of reporting person** Alset Acquisition Sponsor, LLC		
2	**Check the appropriate box if a member of a Group (See Instructions)** ☑ (a) ☐ (b)		
3	**SEC use only**		
4	**Source of funds (See Instructions)** OO		
5	**Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)** ☐		
6	**Citizenship or place of organization** DELAWARE		
Number of Shares Beneficially Owned by Each Reporting Person With:	7	**Sole Voting Power** 582,850.00	
	8	**Shared Voting Power** 0.00	
	9	**Sole Dispositive Power** 582,850.00	
	10	**Shared Dispositive Power** 0.00	

11	**Aggregate amount beneficially owned by each reporting person** 582,850.00
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐
13	**Percent of class represented by amount in Row (11)** 2.0 %
14	**Type of Reporting Person (See Instructions)** CO

Comment for Type of Reporting Person: Aggregate amount includes 535,475 shares and warrants convertible into 47,375 shares of the Issuer's common stock. This percentage is based on 29,726,400 shares of the Issuer's common stock outstanding as of August 11, 2026.

SCHEDULE 13D

Item 1. **Security and Issuer**

(a) **Title of Class of Securities:**

COMMON STOCK, $0.0001 PAR VALUE

(b) **Name of Issuer:**

HWH INTERNATIONAL INC.

(c) **Address of Issuer's Principal Executive Offices:**

4800 Montgomery Lane, Suite 210, Bethesda, MARYLAND , 20814.

Item 2. **Identity and Background**

(a) Heng Fai Ambrose Chan

(b) 9 Temasek Boulevard #16-04, Suntec Tower Two, Singapore 038989

(c) Chief Executive Officer - Alset International Limited

(d) None.

(e) None.

(f) Singapore

Item 3. **Source and Amount of Funds or Other Consideration**

On August 7, 2026, the Board of Directors of HWH International Inc. (the "Company") awarded the Company's Chairman and Chief Executive Officer Chan Heng Fai 1,480,000 shares of the Company's common stock (the "Shares"). The Shares were granted to Mr. Chan as compensation for services rendered to the Company pursuant to the Company's 2025 Incentive Compensation Plan, as amended. The Shares are subject to a lockup for twelve months from the date of issuance.

Item 4. **Purpose of Transaction**

The Reporting Persons do not have any present plans or proposals related to the transaction described herein that relate to or would result in any of the actions described in subparagraphs (a) through (j) of Item 4 of Schedule 13D, although, the Reporting Person, at any time, and from time to time, may review, reconsider and change their position, purposes and plans.

Item 5. **Interest in Securities of the Issuer**

(a) Heng Fai Ambrose Chan: 8,064,319, 27.1% Alset Inc.: 5,581,719, 18.7% Alset International Limited: 2,211,279, 7.4% Alset Acquisition Sponsor, LLC: 582,850, 2.0%

(b) Heng Fai Ambrose Chan: Sole power to vote or to direct the vote - 2,482,600 Shared power to vote or to direct the vote - 8,064,319 Sole power to dispose or to direct the disposition of - 2,482,600 Shared power to dispose or to direct the disposition of - 8,064,319 Alset Inc.: Sole power to vote or to direct the vote - 0 Shared power to vote or to direct the vote - 5,581,719 Sole power to dispose or to direct the disposition of - 0 Shared power to dispose or to direct the disposition of - 5,581,719 Alset International Limited: Sole power to vote or to direct the vote - 0 Shared power to vote or to direct the vote - 2,211,279 Sole power to dispose or to direct the disposition of - 0 Shared power to dispose or to direct the disposition of - 2,211,279 Alset Acquisition Sponsor, LLC: Sole power to vote or to direct the vote - 0 Shared power to vote or to direct the vote - 582,850 Sole power to dispose or to direct the disposition of - 0 Shared power to dispose or to direct the disposition of - 582,850

(c) None.

(d) Not applicable.

(e) Not applicable.

Item 6. **Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer**

None.

Item 7. **Material to be Filed as Exhibits.**

Joint Filing Agreement dated as of January 19, 2024.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Heng Fai Ambrose Chan

Signature:	**/s/ Heng Fai Ambrose Chan**
Name/Title:	**Heng Fai Ambrose Chan, an Individual**
Date:	**08/11/2026**

Alset Inc.

Signature:	**/s/ Heng Fai Ambrose Chan**
Name/Title:	**Heng Fai Ambrose Chan, Chief Executive Officer**
Date:	**08/11/2026**

Alset International Limited

Signature:	**/s/ Heng Fai Ambrose Chan**
Name/Title:	**Heng Fai Ambrose Chan, Chief Executive Officer**
Date:	**08/11/2026**

Alset Acquisition Sponsor, LLC

Signature:	**/s/ Heng Fai Ambrose Chan**
Name/Title:	**Heng Fai Ambrose Chan, Chief Executive Officer of Alset SPAC Group Inc., its sole member**
Date:	**08/11/2026**