

Anti-Corruption Policy

Introduction

Goodbaby International Holdings Limited (including all subsidiaries of different jurisdictions under its management control) (“GOODBABY” or “the Company”) has a longstanding policy for compliance with the laws of the countries in which operations are conducted. GOODBABY requires compliance with all applicable anti-corruption laws including relevant laws of China, the U.S. Foreign Corrupt Practices Act (the “FCPA”) and the anti-corruption laws in the countries in which GOODBABY conducts business.

As part of its commitment to ethical business practices, GOODBABY will not tolerate bribery or corruption. This zero tolerance attitude extends to all of GOODBABY’s officers, employees, agents and consultants, and those with whom GOODBABY does business.

This policy outlines acceptable and non-acceptable behaviors to ensure compliance with applicable anti-corruption laws. This includes compliance with all laws, domestic and foreign, prohibiting bribes, kickbacks, improper payments, gifts or inducements of any kind to and received from any person, including officials in the private or public sector, customers and suppliers, to influence business transactions.

Useful Definitions

Anything of Value: Anything that is of benefit to the recipient, such as cash or cash equivalents, gifts, services, travel expenses, meals, entertainment, charitable donations, political contributions, employment offers, loans, accommodations or the use of corporate facilities for hospitality purposes, sponsorships, or any other asset, even if nominal in value.

Bribe: Anything of value given in an attempt to affect a person’s actions or decisions in order or to gain or retain a business advantage.

Corruption: The misuse of a public office or power for private gain or the misuse of private power in relation to business outside the realm of government.

Facilitation Payments: Small sums paid to government officials to facilitate or expedite routing.

Kickbacks: The return of a sum already paid or due as a reward for awarding or furthering business.

Financial, Accounting and Internal Control Requirements

Expenses must never be hidden or purposefully misclassified. International anti-corruption laws generally require detailed and accurate accounting records for transactions, including cash and bank accounts. The Company shall ensure the accuracy of accounting books, records and financial reporting.

All business units must maintain an effective system of internal control and monitoring of our transactions. Certain monitoring controls are identified in the Company's policies, specifically regarding approval of travel and entertainment expenses. It is employees' responsibility to be aware of control procedures and ensure compliance.

Requirements and Procedures

Corruption may occur in many forms and kinds. It usually is designed to obtain financial benefits or other personal gain. For example, bribes are intended to influence behavior – bribes could be in the form of money, a privilege, an object of value, an advantage, or merely a promise to influence a person in an official or public capacity. Bribery include:

- Offer or receipt of cash in the form of a kickback, loan, fee or reward
- Giving of aid, donations or voting designed to exert improper influence

The areas of business where corruption, including bribery, often includes:

- Gifts, Entertainment and Hospitality
- Facilitation Payments
- Procurement Process
- Political, Community and Charitable Contributions

1. Gifts, Entertainment and Hospitality

Gifts, entertainment and hospitality are acceptable if they are reasonable, proportionate and made in good faith and in compliance with our company policies. These activities must be in compliance with our Code of Business Conduct and applicable local laws and regulations.

2. Facilitation Payments

Facilitation payments are not allowed.

3. Procurement Process

Supplier selection should never be based on receipt of a gift, hospitality or payment.

4. Political Community and Charitable Contributions*

It is not allowed to make political contributions from Company funds without authorization.

Contributions made by GOODBABY to community projects or charities need to be made in good faith and in compliance with our Code of Business Conduct, this Anti-Corruption Policy and all relevant GOODBABY's policies and procedures.

Disciplinary Action

GOODBABY takes corruption and bribery very seriously. Any violation of this policy will be regarded as a serious incident by the Company and is likely to result in disciplinary action, including termination of employment, consistent with local law.

*Status for FY2024 - The Company did not make any contributions to and spending for political campaigns, political organizations, lobbyists or lobbying organizations, and other tax-exempt groups, or other groups whose role is to influence political campaigns or public policy and legislation.