



Goodbaby International Holdings Limited

好孩子國際控股有限公司

(the “Company”)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1086)

PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR

- If a shareholder of the Company (the “**Shareholder**”) who is duly qualified to attend and vote at the general meeting convened to deal with appointment/election of directors wishes to propose a person other than the shareholder himself/herself for election as a director of the Company (the “**Director**”) at that meeting, the Shareholder must deposit a written notice (the “**Notice**”) at the principal place of business of the Company in Hong Kong (the “**Principal Place of Business**”) as announced by the Company or contained in its financial reports from time to time for the attention of the company secretary of the Company (the “**Company Secretary**”).
- The Notice must state clearly the name of the Shareholder and his/her/their shareholding in the Company, the full name of the person proposed for election as a Director, including the person’s biographical details as required by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and be signed by the Shareholder concerned. The Notice must also be accompanied by a letter of consent (the “**Letter**”) signed by the person proposed to be elected indicating his/her willingness to be elected as a Director.
- The period for lodgment of the Notice and the Letter will commence no earlier than the day after the despatch of the notice by the Company of the general meeting appointed for election of Directors and end no later than seven (7) days prior to the date of such general meeting.
- The Company will check the Notice and the Letter and the identity and the shareholding of the Shareholder will be verified with the Share Registrar. If both the Notice and the Letter are found to be proper and in order, the Company Secretary will ask the board of directors of the Company to include the resolution in the agenda for the general meeting proposing such person to be elected as a Director.
- Members who have queries about the above procedure or have enquiries to put to the board of directors of the Company may write to the Company Secretary at the Principal Place of Business for the attention of the Company Secretary.

Note: The Chinese version of Procedures for Shareholders to Propose a Person for election as a director is a translation of the English version. In the event of any inconsistency between the Chinese and English versions, the English version shall prevail.