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Goodbaby International Holdings Limited

好孩子國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code : 1086)

ANNOUNCEMENT PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE

This announcement is made by Goodbaby International Holdings Limited (the “**Company**”) pursuant to Rule 3.8 of the Code on Takeovers and Mergers of Hong Kong (the “**Takeovers Code**”).

Reference is made to the announcement jointly issued by the Company and Crystal Aurora International Ltd. (the “**Offeror**”) dated 27 September 2026 (the “**Joint Announcement**”) in relation to, among other things, the proposed privatisation of the Company by the Offeror by way of a scheme of arrangement under section 86 of the Companies Act. Unless otherwise defined, capitalised terms used in this announcement have the same meanings as those defined in the Joint Announcement.

UPDATE ON THE NUMBER OF RELEVANT SECURITIES OF THE COMPANY

The Board announces that on 30 September 2026, 150,000 Share Options granted under the share option scheme adopted by the Company on 25 May 2020 with an exercise price of HK\$0.485 per Share had lapsed pursuant to the rules of such share option scheme.

Details of all classes of relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) issued by the Company and the numbers of such securities in issue as at the date of this announcement immediately following the lapse of Share Options as set out above are as follows:

- (a) a total of 1,673,437,166 Shares in issue; and

- (b) a total of 152,003,500 outstanding Share Options under the Share Option Schemes, of which 91,217,500 outstanding Share Options are held by the Offered Option Holders.

The table below sets out the exercise price and the corresponding “see-through” price for the outstanding Share Options under the Share Option Offer as at the date of this announcement:

Date of grant	Exercise period of outstanding Share Options	Exercise price (HK\$)	Option Consideration/ “See-through” price (HK\$)	Number of outstanding Share Options held by the Offered Option Holders
27 March 2018	27 March 2018 – 27 March 2028	4.54	0.00001	3,000,000
28 May 2018	28 May 2018 – 27 May 2028	5.122	0.00001	3,100,000
23 May 2019	23 May 2019 – 22 May 2029	3.75	0.00001	15,700,000
19 June 2020	19 June 2020 – 22 May 2029	0.96	0.54	11,047,000
11 December 2020	11 December 2020 – 10 December 2030	1.01	0.49	2,352,500
16 June 2022	16 June 2022 – 15 June 2032	1.042	0.458	500,000
2 July 2024	2 July 2024 – 1 July 2034	0.485	1.015	55,518,000
			Total	91,217,500

As at the date of this announcement, save as disclosed above, the Company has no other outstanding securities, options, derivatives or warrants which are convertible or exchangeable into Shares and the Company has no other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code).

DISCLOSURE OF DEALINGS

Associates of the Offeror and the Company (as defined in the Takeovers Code, including shareholders holding 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 4 to Rule 22 of the Takeovers Code) of any of the Offeror and the Company) are hereby reminded to disclose their dealings in the relevant securities of the Company under Rule 22 of the Takeovers Code during the offer period (as defined in the Takeovers Code) commencing on the Announcement Date.

In accordance with Rule 3.8 of the Takeovers Code, reproduced below is the full text of Note 11 to Rule 22 of the Takeovers Code:

“Responsibilities of stockbrokers, banks and other intermediaries

Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates of an offeror or the offeree company and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings

(excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.

This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.

Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”

WARNINGS

Shareholders, Offered Option Holders and potential investors of the Company should be aware that the implementation of the Proposal is subject to the Scheme Conditions being fulfilled or waived, as applicable, and the Share Option Offer is conditional upon the Scheme becoming effective. The Scheme may or may not become effective, and the Proposal and the Share Option Offer may or may not be implemented. Shareholders, Offered Option Holders and potential investors of the Company should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

On behalf of the board of
Goodbaby International Holdings Limited
SONG Zhenghuan
Chairman

Hong Kong, 13 October 2026

As at the Announcement Date, the executive Directors are Mr. SONG Zhenghuan, Mr. LIU Tongyou, Mr. Martin POS and Mr. XIA Xinyue; the non-executive Directors are Ms. FU Jingqiu and Mr. HO Kwok Yin, Eric; and the independent non-executive Directors are Ms. CHIANG Yun, Mr. WONG Shun Tak, and Mr. JIN Peng.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.