HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

30/4/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Goodbaby International Holdings Limited
Date Submitted	6 May 2020

I. Movements in Authorised Share Capital

1.	Ordinary	Shares

(1) Stock code : <u>1086</u> Descrip	otion :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	50,000,000,000	HK\$0.01	HK\$500,000,000.00
Increase/(decrease)			
Balance at close of the month	50,000,000,000	HK\$0.01	HK\$500,000,000.00
(2) Stock code : <u>N/A</u> Descrip	otion :		
(2) Stock code : <u>N/A</u> Descrip	otion : No. of ordinary shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
(2) Stock code : <u>N/A</u> Descrip Balance at close of preceding month	No. of ordinary shares	(State currency)	capital
	No. of ordinary shares	(State currency)	capital

2. Preference Shares

Stock code : <u>N/A</u> Descri	ption :		
	No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	l	- <u> </u>	
Increase/(decrease)		-	
Balance at close of the month			

3. Other Classes of Shares

Stock code :	N/A	Descrip	tion :		
			No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of precedi	ng month			
Increase/(decre	ease)	-			
Balance at clos	e of the mor	nth _		·	

Total authorised share capital at the end of the month (*State currency*) :

HK\$500,000,000.00

II. Movements in Issued Share Capital

	No. of ordina	ary shares	No of preference	No. of other		
	(1)	(2)		classes of shares		
Balance at close of preceding month	1,668,023,166					
Increase/ (decrease) during the month						
Balance at close of the month	1,668,023,166					

Share Options (under Sh	nare Option	Schemes of t	he Issuer)			
Particulars of					No. of new shares of	No. of new shares of
share option					issuer issued during	issuer which may be
scheme					the month pursuant	issued pursuant
including EGM	Mov	ement during	the month		thereto	thereto as at close of
approval date						the month
(dd/mm/yyyy)						
and class of						
shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
EGM approval						
date						
05 /11 /2010						
Exercise						
Price:HK\$3.58					•	
Ordinary shares	0	0	0	0	0	25,080,000
(Note 1)						
2. Share Option						
Scheme						
EGM approval date						
05 /11 /2010						
Exercise						
Price:HK\$3.75						
Ordinary shares	0	0	0	366,6	66 0	94,866,667
	0	0	0		00	51,000,007
(Note 1)						
3. Share Option						
Scheme						
EGM approval date						
05 /11 /2010						
Exercise						
Price:HK\$3.88						
Ordinary shares	0	0	0	0	0	3,000,000
(Note 1)	-					
(
4. Share Option						
Scheme						
-						
EGM approval date						
05/11/2010						
Exercise						
Price:HK\$4.54						
Ordinary shares	0	0	0	0	0	77,300,000
(Note 1)		_	_			

Share Options (under Share Option Schemes of the Issuer)

5. Share Option Scheme EGM approval date 05/11/2010 Exercise Price:HK\$5.122							
Ordinary shares	0	0	0	100,000	0	9,600,000	
(Note 1)							
	Total A. (Ordinary shares) <u>N/A</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u>						
Total funds raised during the month from exercise of options (State currency) N/A							

Warrants to Issue Shares of the	e Issuer which	are to be Listed				
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>1. N/A</u>						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)				
2. N/A		/				
· · · · · · · · · · · · · · · · · · ·						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable)	, , ,	,				
(dd/mm/yyyy)	(/ /)				
<u>3. N/A</u>						
Class of shares issuable (Note 1)						
EGM approval date						
(if applicable)						
	(/ /)				
4. N/A						
Stock code (if listed)						
Class of shares						
EGM approval date (if applicable)						
	(/ /)				
	,	L.				
		Total B	B. (Ordina	ary shares) <u>N/A</u>		_
				ce shares) <u>N/A</u>		-
			(U	other class) <u>N/A</u>		-

Convertibles (i.e. Convertible	into Shares of th	e Issuer whic	h are to be Liste	ed)		
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>1. N/A</u>	_					
	_					
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy))						
2. N/A	()					
	_					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)						
3. N/A						
	_					
	_					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
	(/ /)					
<u>4. N/A</u>	,					
	_					
	_					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
			Total C. (Ordina			_
				ce shares) <u>N/A</u>		-
			(U	ther class) <u>N/A</u>	N	-

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Ful if a	l particulars including EGM approval date (dd/mm/yyyy), pplicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	N/A		
	shares (Note 1)		·
2	_N/A		
2.			
	shares (Note 1)		
~	N1/A		
3.	Ν/Α		
	shares (Note 1)		
	Total D. (Ordinary shares)	N/A	
	(Preference shares)	N/A	
	(Other class)	N/A	

	Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	Rights issue	At price :	State currency	Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (<i>Note 1</i>)				
2.	Open offer	At price :	State currency	lssue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price :	State currency	lssue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	
					(/ /)		
				Class of shares issuable (Note 1)				
4.	Bonus issue			lssue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	
				EGM approval date: (dd/mm/yyyy)	(/ /)		

Other Movements in Issued Share Capital

	Type of Issue								No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares						
5.	Scrip dividend	At price :	State currency ———	issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy)	(/	/)	N/A	
					(/	/)		
				Class of shares repurchased (Note 1)						
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	(/	/)	N/A	
				EGM approval date: (dd/mm/yyyy)	(/	/)		_
				Class of shares redeemed (Note 1)						
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	(/	/)	N/A	
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares issuable (<i>Note 1)</i>						
8.	Consideration issue	At price :	State currency ———	lssue and allotment date : (dd/mm/yyyy)	(/	/)	N/A	
				EGM approval date: (dd/mm/yyyy)	(/	/)		

	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9.	Capital reorganisation		Class of shares issuable <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy))	N/A	
	loorganioation		EGM approval date: (dd/mm/yyyy)	(/ /)		
10	Other	State	Class of shares issuable <i>(Note 1)</i>				
10.	Other (Please specify) At price :	State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	
			EGM approval date: (dd/mm/yyyy)	(/ /)		
				rdinary s erence s (Other	hares) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	N/A
(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):	N/A
(These figures should be the same as the relevant figures under II above ("Movements in Capital").)	Issued Share

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;

- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

Submitted by: Tongyou L	<u>u</u>	
Title: <u>Executive</u>		_
(Director, Secretary or other duly	authorised officer)	

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. *"Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.