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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)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON TUESDAY, 27 MAY 2025;  
RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS;  
AND  
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

References are made to the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) and the circular of Goodbaby International Holdings Limited (the “**Company**”) dated 17 April 2025 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that at the AGM held on Tuesday, 27 May 2025, all the proposed resolutions as set out in the AGM Notice were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2024.	989,752,612 (99.91%)	891,000 (0.09%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	(a) To re-elect Mr. LIU Tongyou as an executive director of the Company and to authorize the board of directors to fix his remuneration.	985,449,612 (99.48%)	5,194,000 (0.52%)
	(b) To re-elect Ms. CHIANG Yun as an independent non-executive director of the Company and to authorize the board of directors to fix her remuneration.	979,982,492 (98.92%)	10,661,120 (1.08%)
	(c) To re-elect Mr. WONG Shun Tak as an independent non-executive director of the Company and to authorize the board of directors to fix his remuneration.	990,643,612 (100.00%)	0 (0.00%)
3.	To authorize the board of directors to fix the remuneration of the other directors of the Company.	990,643,612 (100.00%)	0 (0.00%)
4.	To declare a final dividend of HK\$0.07 per share for the year ended 31 December 2024.	990,643,612 (100.00%)	0 (0.00%)
5.	To re-appoint Ernst & Young as auditors of the Company to hold office until the conclusion of the next annual general meeting and to authorize the board of directors to fix their remuneration.	989,066,405 (99.84%)	1,577,207 (0.16%)
6.	To give a general mandate to the directors to buy back shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	990,643,612 (100.00%)	0 (0.00%)
7.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	952,932,237 (96.19%)	37,711,375 (3.81%)
8.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the aggregate number of the shares bought back by the Company pursuant to the mandate by resolution no. 6 as set out in the AGM Notice.	952,932,237 (96.19%)	37,711,375 (3.81%)

The description of the resolutions numbered 1 to 8 above is by way of summary only. The full text appears in the AGM Notice.

As a majority of the votes were cast in favour of each of the ordinary resolutions numbered 1 to 8, the resolutions numbered 1 to 8 were duly passed as ordinary resolutions of the Company by way of poll at the AGM.

As at the date of the AGM, the Company has 1,668,139,666 Shares in issue, which was the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM. There were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.

No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

All Directors of the Company (except for Mr. Martin POS, Ms. FU Jingqiu and Mr. JIN Peng, who were unable to attend due to other work commitment) attended the AGM either in person or by electronic means.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES**

As disclosed in the Circular, Mr. SHI Xiaoguang (“**Mr. Shi**”) and Mr. SO Tak Young (“**Mr. So**”) did not offer themselves for re-election at the AGM in order to devote more time to their personal matters, being Mr. Shi's plan of retirement and Mr. So's other personal commitments, and they have retired as independent non-executive Directors with effect from the conclusion of the AGM. Following their retirement, (i) Mr. Shi ceased to be a member of each of the audit committee, remuneration committee and nomination committee of the Company; and (ii) Mr. So ceased to be a member of each of the audit committee, remuneration committee and nomination committee of the Company with effect from the conclusion of the AGM.

Mr. Shi and Mr. So confirmed that they have no disagreement with the Board and there are no matters with respect to their retirement that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Shi and Mr. So for their valuable contributions to the Company during their tenure of services.

By order of the Board  
**Goodbaby International Holdings Limited**  
**SONG Zhenghuan**  
*Chairman*

Shanghai, the PRC, 27 May 2025

*As at the date of this announcement, the executive Directors are Mr. SONG Zhenghuan, Mr. LIU Tongyou and Mr. Martin POS; 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.*