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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)

CLARIFICATION ANNOUNCEMENT

Reference is made to the appendix I (the “**Appendix I**”) of the circular (the “**Circular**”) of Goodbaby International Holdings Limited (the “**Company**”) dated 25 April 2012 in relation to the details of the retiring directors proposed to be re-elected at the annual general meeting (the “**Annual General Meeting**”) of the Company to be held on Friday, 25 May 2012. As set out in the Appendix I of the Circular, Mr. WANG Haiye (executive director, vice president and chief operating officer of the Company), Mr. Christopher Marcus GRADEL (non-executive director of the Company) and Ms. CHIANG Yun (non-executive director of the Company) will retire and being eligible, offer themselves for re-election at the Annual General Meeting.

The board (the “**Board**”) of directors of the Company (the “**Directors**”) wishes to clarify the biographical details of the above-mentioned retiring Directors, as follows:-

- (1) Mr. WANG Haiye does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the “**SFO**”). Mr. Wang’s annual fixed salary in the amount of RMB2,000,000 (after tax) per annum, according to his service contract with the Company, has been determined by the Board based on the recommendation of the remuneration committee of the Company with reference to Mr. Wang’s duties and responsibilities with the Company as well as his performance.
- (2) Mr. GRADEL, Christopher Marcus does not have any interests in the shares of the Company within the meaning of Part XV of the SFO. Mr. Gradel’s annual director’s remuneration in the amount of US\$20,000 per annum, according to his appointment letter with the Company, has been determined by the Board based on the recommendation of the remuneration committee of the Company with reference to Mr. Gradel’s duties and responsibilities with the Company as well as his performance.

- (3) Ms. CHIANG Yun does not have any interests in the shares of the Company within the meaning of Part XV of the SFO. Ms. Chiang's annual director's remuneration in the amount of US\$20,000 per annum, according to her appointment letter with the Company, has been determined by the Board based on the recommendation of the remuneration committee of the Company with reference to Ms. Chiang's duties and responsibilities with the Company as well as her performance.

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

People's Republic of China, 2 May 2012

As at the date of this announcement, the executive Directors are Mr SONG Zhenghuan and Mr WANG Haiye; the non-executive Directors are Mr Christopher Marcus GRADEL and Ms CHIANG Yun; and the independent non-executive Directors are Mr Iain Ferguson BRUCE, Mr LONG Yongtu and Mr SHI Xiaoguang.