

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

RESIGNATION OF NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board announces the resignation of Mr. Christopher Marcus Gradel as a non-executive Director and the appointment of Mr. Ho Kwok Yin, Eric as a non-executive Director, both with effect from 1 February 2013.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Goodbaby International Holdings Limited (the “**Company**”) would like to announce that Mr. Christopher Marcus Gradel (“**Mr. Gradel**”) has resigned as a non-executive Director with effect from 1 February 2013 to focus on his other business commitments.

Mr. Gradel has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company. The Board wishes to express its sincere gratitude to Mr. Gradel for his invaluable contribution to the Company during his period of service.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to further announce that Mr. Ho Kwok Yin, Eric (何國賢) (“**Mr. Ho**”) has been appointed as a non-executive Director with effect from 1 February 2013.

Mr. Ho, aged 55, has over 20 years of experience as a solicitor practising primarily corporate laws and in the areas of mergers and acquisitions, private equity and other financing transactions. Mr. Ho was a founding partner of Sidley Austin's Hong Kong office and remained a partner of the firm until his retirement in 2010. Prior to joining Sidley Austin in 1999, Mr. Ho practised as a partner of Allen & Overy's Hong Kong office and before then at other major law firms in Hong Kong as associate following his admission as a solicitor of the Supreme Court of England and Wales in 1987 and admission as a solicitor of the High Courts of Hong Kong in 1988. Mr. Ho received a Bachelor of Social Science Degree from the Chinese University of Hong Kong in 1980.

As at the date of this announcement, Mr. Ho does not have any interest in shares or underlying shares in the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The Company will enter into a letter of appointment with Mr. Ho for an initial term commencing from 1 February 2013 for a period of three years, subject to retirement by rotation at the annual general meeting of the Company in accordance with the Company's articles of association. Mr. Ho is entitled to a director's fee of US\$25,000 per annum and additional remuneration up to a maximum of US\$50,000 per year for advisory consulting services that the Group may acquire from time to time.

Mr. Ho has not held any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years prior to the date of his appointment and does not hold any other position with the Company or its subsidiaries. As at the date of this announcement, Mr. Ho does not have any relationship with any director, senior management, substantial shareholder or controlling shareholder of the Company.

Save as disclosed above, there is no other matter relating to the appointment of Mr. Ho that needs to be brought to the attention of the shareholders of the Company and there is no other information that needs to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board expresses its warmest welcome to Mr. Ho on joining the Board.

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

Hong Kong, 1 February 2013

As at the date of this announcement, the executive Directors are Mr. Song Zhenghuan and Mr. Wang Haiye; the non-executive Directors are Ms. Chiang Yun and Mr. Ho Kwok Yin, Eric; and the independent non-executive Directors are Mr. Iain Ferguson Bruce, Mr. Long Yongtu and Mr. Shi Xiaoguang.