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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)

FULL EXERCISE OF OVER-ALLOTMENT OPTION

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The Company announces that the Over-allotment Option has been fully exercised by Morgan Stanley Asia Limited, the Global Coordinator on behalf of the International Underwriters, on 24 November 2010 in respect of an aggregate of 45,000,000 Shares, representing 15% of the Offer Shares initially available under the Global Offering, to cover over-allocations in the International Offer.

The Over-allotment Shares consist of existing Shares held by CRF Enterprise which has been offered for sale at HK\$4.90 per Share (excluding brokerage fee of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share under the Global Offering.

The Company announces that the Over-allotment Option has been exercised in full by Morgan Stanley Asia Limited, the Global Coordinator on behalf of the International underwriters, on 24 November 2010, in respect of an aggregate of 45,000,000 Shares (“the Over-allotment Shares”), representing 15% of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option, to cover over-allocations in the International Offer.

The Over-allotment Shares consist of existing Shares held by CRF Enterprise which has been offered for sale at HK\$4.90 per Share (excluding brokerage fee of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share under the Global Offering.

Approval for the listing of and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee of the Hong Kong Stock Exchange. As the Over-allotment Shares are existing Shares of the Company, listing of and dealing in such Shares has commenced on the Main Board of the Hong Kong Stock Exchange at 9:30 a.m. on 24 November 2010.

As shown in the shareholding structure of the Company set out below, immediately before the exercise of the Over-allotment Option, the issued share capital of the Company held by the public Shareholders was approximately 30%, which will be increased to approximately 34.5% immediately after the exercise of the Over-allotment Option.

The shareholding structures of the Company immediately before and immediately after the exercise of Over-allotment Option are as follows:

Shareholder	Immediately before the exercise of Over-allotment Option		Immediately after the exercise of Over-allotment Option	
	<i>Approximate Number of Shares</i>	<i>% of issued share capital</i>	<i>Approximate Number of Shares</i>	<i>% of issued share capital</i>
CRF Enterprise	441,000,000 ⁽¹⁾	44.1%	396,000,000	39.6%
PUD	259,000,000	25.9%	259,000,000	25.9%
Other public Shareholders	300,000,000	30.0%	345,000,000	34.5%
Total	1,000,000,000	100.00%	1,000,000,000	100.00%

Note:

(1) This includes the 45,000,000 Shares borrowed by the Global Coordinator under the Stock Borrowing Agreement.

As the Over-allotment Option was granted by CRF Enterprise (and not the Company), the Company did not receive any of the proceeds from the sale of the Over-allotment Shares by CRF Enterprise.

The Company continues to comply with the public float requirements under Rule 8.08(1)(a) of the Listing Rules. No new Shares or securities convertible into equity securities of the Company may be issued within six months from the Listing Date save for the situations set out in Rule 10.08 of the Listing Rules.

Further announcement will be made by the Company after the end of the stabilization period in connection with the Global Offering pursuant to Section 9(2) of the Securities and Futures (Price Stabilising) Rules (Chapter 571W of the Laws of Hong Kong).

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

Hong Kong, 25 November 2010

As at the date of this announcement, the executive directors of the Company are Mr. Song Zhenghuan, Mr. Wang Haiye; the non-executive directors of the Company are Mr. Christopher Marcus Gradel and Ms. Chiang Yun; and the independent non-executive directors of the Company are Mr. Iain Ferguson Bruce, Mr. Long Yongtu and Mr. Shi Xiaoguang.