



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Goodbaby International Holdings Limited

Date Submitted 4 November 2015

I. Movements in Authorised Share Capital

1. Ordinary Shares

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

2. Preference Shares

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

3. Other Classes of Shares

| | | | |
|-------------------------------------|------------|--------------------------------|--|
| Stock code : | <u>N/A</u> | Description : | _____ |
| | | No. of other classes of shares | Par value (State currency) |
| | | | Authorised share capital (State currency) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |

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 ordinary shares | | No of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|------------|-------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>1,106,984,000</u> | <u>---</u> | <u>---</u> | <u>---</u> |
| Increase/ (decrease) during the month | <u>1,359,000</u> | <u>---</u> | <u>---</u> | <u>---</u> |
| Balance at close of the month | <u>1,108,343,000</u> | <u>---</u> | <u>---</u> | <u>---</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|------------------|-----------|----------------------------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Share Option Scheme | | | | | | |
| EGM approval date | | | | | | |
| <u>05 /11 /2010</u> | | | | | | |
| Exercise Price:HK\$2.12 | | | | | | |
| Ordinary shares | <u>0</u> | <u>1,359,000</u> | <u>0</u> | <u>0</u> | <u>1,359,000</u> | <u>18,933,500</u> |
| (Note 1) | | | | | | |
| 2. Share Option Scheme | | | | | | |
| EGM approval date | | | | | | |
| <u>05 /11 /2010</u> | | | | | | |
| Exercise Price:HK\$3.58 | | | | | | |
| Ordinary shares | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>0</u> | <u>45,820,000</u> |
| (Note 1) | | | | | | |
| 3. N/A | | | | | | |
| <u>(/ /)</u> | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | Total A. (Ordinary shares) | <u>1,359,000</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) | | | | | <u>HK\$2,881,080.00</u> | |

Warrants to Issue Shares of the 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 |
|--|------------------------------|---|----------------------------------|---|--|---|
| 1. N/A | | | | | | |
| (/ /) | | | | | | |
| 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) (dd/mm/yyyy) | | (/ /) | | | | |
| 4. N/A | | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| Total B. (Ordinary shares) | | | | | <u>N/A</u> | |
| (Preference shares) | | | | | <u>N/A</u> | |
| (Other class) | | | | | <u>N/A</u> | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| 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 |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. N/A | | | | | | |
| 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) (dd/mm/yyyy) | | (/ /) | | | | |
| 4. N/A | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| | | | | Total C. (Ordinary shares) | N/A | |
| | | | | (Preference shares) | N/A | |
| | | | | (Other class) | N/A | |

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

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, 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 <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1) | | |
| 2. N/A <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1) | | |
| 3. N/A <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1) | | |
| <div style="text-align: right;">Total D. (Ordinary shares)</div> <div style="text-align: right;">(Preference shares)</div> <div style="text-align: right;">(Other class)</div> | <div style="text-align: center;">N/A</div> <div style="text-align: center;">N/A</div> <div style="text-align: center;">N/A</div> | |

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 |
|---------------|--------------|---------------------------------|---|--|---|
| 1. | Rights issue | At price : State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | |
| 2. | Open offer | At price : State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | |
| 3. | Placing | At price : State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | |
| 4. | Bonus issue | | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | |

| | | | | 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 | |
|---------------|----------------------|------------|----------------------|---|---|--|
| Type of Issue | | | | | | |
| 5. | Scrip dividend | At price : | State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | |
| 6. | Repurchase of shares | | | Class of shares repurchased _____ <i>(Note 1)</i> Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | |
| 7. | Redemption of shares | | | Class of shares redeemed _____ <i>(Note 1)</i> Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | |
| 8. | Consideration issue | At price : | State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (/ /) (dd/mm/yyyy) AGM approval date: (/ /) (dd/mm/yyyy) | N/A | |

For Main Board and GEM listed issuers

| 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 _____ (Note 1) Issue and allotment date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | |
| 10. Other | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : _____ (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) | N/A | |
| Total E. (Ordinary shares) | | | <u>N/A</u> | |
| (Preference shares) | | | <u>N/A</u> | |
| (Other class) | | | <u>N/A</u> | |

| | | |
|---|-----|-------------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | <u>1,359,000</u> |
| | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

Submitted by: **Haiye Wang**

Title: **Executive Director**
(Director, Secretary or other duly authorised officer)

Notes :

1. State the class of shares (e.g. ordinary, preference or other).
2. If there is insufficient space, please append the prescribed continuation sheet.