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BABYTREE GROUP

寶寶樹集團

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1761)

DELAY IN PUBLICATION OF 2024 INTERIM RESULTS AND DESPATCH OF 2024 INTERIM REPORT

This announcement is made by BabyTree Group (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated (i) 1 May 2023, 18 May 2023 and 30 June 2023 in relation to, among others, the delay in despatch of the 2022 Annual Report and the Postponement of the AGM; (ii) 2 August 2023 in relation to, among others, the preliminary findings in relation to the Allegations and Other Matters; (iii) 23 August 2023, 28 September 2023 and 28 June 2024 in relation to, among others, the Resumption Guidance, the delay in publication of the 2023 Interim Results and despatch of the 2023 Interim Report and postponement of annual general meeting; (iv) 1 November 2023, 1 February 2024, 2 May 2024 and 15 August 2024 in relation to the quarterly update on the resumption progress; (v) 31 March 2024, in relation to the delay in publication of the 2023 Annual Results and despatch of the 2023 Annual Report; (vi) 15 April 2024 and 26 July 2024, in relation to, among others, key findings and results of the Independent Investigation and the Independent Internal Control Review; (vii) 17 April 2024, in relation to, update on the IMA; and (viii) 26 July 2024, in relation to proposed change of auditor (collectively, the “**Announcements**”). Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

DELAY IN PUBLICATION OF 2024 INTERIM RESULTS AND DESPATCH OF 2024 INTERIM REPORT

Pursuant to Rules 13.49(6) and 13.48(1) of the Listing Rules, the Company is required to publish its interim results announcement for the six months ended 30 June 2024 (the “**2024 Interim Results**”) not later than two months after the date upon which the financial period ended, that is, on or before 31 August 2024 and despatch its interim report for the six months ended 30 June 2024 (the “**2024 Interim Report**”) to its shareholders not later than three months after the date upon which the financial period ended, that is, on or before 30 September 2024.

Due to the matters set out in the Announcements, the despatch of the 2022 Annual Report is still pending as of the date of this announcement. The publication of the 2024 Interim Results and the despatch of the 2024 Interim Report are therefore expected to be delayed within the prescribed time in accordance with the Listing Rules.

As disclosed in the circular of the Company dated 9 August 2024, with the recommendation of the

Audit Committee, subject to the Proposed Removal becoming effective by way of passing an ordinary resolution at the EGM (to be held on 31 August 2024), the Board proposes to appoint Crowe as the new auditor of the Company to fill the vacancy arising from the Proposed Removal and hold office until the conclusion of the next annual general meeting of the Company. As of the date of this announcement, Crowe has commenced its internal clearance procedures and pre-acceptance works including issues as mentioned in the investigation report. In light of the above, the Board is of the view that the expected date of, among others, the publication of the 2024 Interim Results and the despatch of the 2024 Interim Report will need to be further determined with Crowe. The Company will update the Shareholders and potential investors on, among others, such progress in due course.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 May 2023 and will remain suspended until further notice. Further announcement(s) will be made by the Company in this respect as and when appropriate and in accordance with the requirements of the Listing Rules.

Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

By order of the Board
BabyTree Group
GAO Min
WANG Huainan
Co-Chairmen

Hong Kong, 30 August 2024

As at the date of this announcement, the Board comprises Mr. GAO Min as executive Director; Mr. WANG Huainan, Mr. QIAN Shunjiang, Mr. CHEN Bing, Mr. WU Ying and Mr. HUANG Zhenwu as non-executive Directors; and Mr. CHEN Guanglei, Mr. SHIAH Hung-Yu and Ms. Jin SU as independent non-executive Directors.