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## **DELAY IN DESPATCH OF 2022 ANNUAL REPORT SUSPENSION OF TRADING**

### **DELAY IN DESPATCH OF 2022 ANNUAL REPORT**

Reference is made to the announcement (the “**2022 Annual Results Announcement**”) of BabyTree Group (the “**Company**”) dated March 21, 2023 in relation to the audited consolidated results of the Company and its subsidiaries (collectively, the “**Group**”) for the year ended December 31, 2022.

*According to the sections headed “Scope of Work of the Auditor” and “Audit Committee and Review of Financial Statements” of the 2022 Annual Results Announcement, “The Audit Committee has reviewed this annual results announcement and the audited financial statements of the Group for the year ended December 31, 2022. The Audit Committee has also discussed matters with respect to the accounting policies and practices adopted by the Company and internal control with senior management members and the Company’s auditor, Baker Tilly Hong Kong Limited, Certified Public Accountants (the “Auditor”). Based on this review and discussions with the management and the Auditor, the Audit Committee was satisfied that this annual results announcement and the Group’s audited consolidated financial statements were prepared in accordance with applicable accounting standards and fairly present the Group’s financial position and results for the year ended December 31, 2022.” and “The figures contained in respect of the Group’s consolidated statement of financial position as at December 31, 2022, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended December 31, 2022 as set out in the preliminary announcement have been agreed by the Auditor, to the amounts set out in the Group’s audited consolidated financial statements of the Group for the year ended December 31, 2022.”*

As informed by the Auditor, it became aware of the recent media news. The Auditor requested information from the Company in response to their enquiries, and the Company responded to the Auditor based on the information available to the Company. The Company communicated with the Auditor on multiple occasions for the purpose of finalizing the Company’s annual report for the year ended December 31, 2022 (the “**2022 Annual Report**”). On April 28, 2023 (after close of trading), the Auditor provided that, in case there is any discrepancy between the information provided by the Company and the audit evidence obtained by it during the course of 2022 audit procedures, the Company may need to amend the consolidated financial statements for the year ended December 31, 2022; and it will also review its audit opinion based on the information provided by the Company. As at the date of this announcement, as the Company has not obtained the sign-off from the Auditor in relation to the issue of the 2022 Annual Report, which contains a section headed “Independent Auditor’s Report” undersigned by the Auditor, it will result in the Company’s delay in despatch of the 2022

Annual Report. The delay in despatch of the 2022 Annual Report will constitute a non-compliance with Rule 13.46(2)(a) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Company continues to communicate closely with the Auditor on its outstanding enquiries and shall make best endeavors to issue the 2022 Annual Report as soon as practicable.

The Company reserves all rights to recover from relevant persons (including but not limited to professional entities) any loss which may be incurred by the Company and its investors as a result of any breach of contract, breach of professional code or other legal or regulatory reason.

### **SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange will be suspended at 9:00 a.m. on May 2, 2023, pending the publication of the 2022 Annual Report.

The Company will publish further announcement(s) to inform the shareholders of the Company and potential investors of any material developments in connection with the above matter as and when appropriate in accordance with the Listing Rules.

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

Hong Kong, May 1, 2023

*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. Christian Franz REITERMANN as non-executive Directors; and Mr. CHEN Guanglei, Mr. De-chao Michael YU, Mr. SHIAH Hung-Yu and Ms. Jin SU as independent non-executive Directors.*