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China Parenting Network Holdings Limited

中國育兒網絡控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1736)

AMENDED AND RESTATED SUBSCRIPTION AGREEMENT OF CONVERTIBLE NOTES UNDER SPECIFIC MANDATE

Reference is made to the announcements of China Parenting Network Holdings Limited (the “**Company**”) dated 12 September 2023 and 13 September 2023 in respect of the proposed issue of convertible notes under specific mandate and the proposed refreshment of general mandate. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as ascribed to them in the announcement of the Company dated 12 September 2023.

Pursuant to the Subscription Agreement, the Convertible Notes shall mature on the date of the sixth month of the date of issue thereof. The parties to the Subscription Agreement entered into an amended and restated subscription agreement (the “**Amended and Restated Subscription Agreement**”) on 15 November 2023 to state that the maturity date of the Convertible Notes can be extended for further six months at the absolute discretion of the Subscribers. Save as disclosed above, all other terms and conditions of the Subscription Agreement remain unchanged and in full force and effect in all respects.

A circular containing, among other matters, details of the Amended and Restated Subscription Agreement and the transactions contemplated thereunder, together with a notice convening the EGM, is expected to be despatched to the Shareholders as soon as practicable in accordance with the Listing Rules.

Shareholders and potential investors of the Company should note that completion under the Amended and Restated Subscription Agreement is subject to conditions precedent and may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By Order of the Board
China Parenting Network Holdings Limited
CHENG LI
CEO

Nanjing, the People's Republic of China, 15 November 2023

As at the date of this announcement, the executive Directors are Mr. Zhang Lake Mozi, Mr. Cheng Li, Mr. Lin Luofeng and Ms. Ng Kwok Ying Isabella; the non-executive Directors are Ms. Li Juan and Mr. Zhang Haihua; and the independent non-executive Directors are Mr. Zhao Zhen, Mr. Ge Ning and Mr. Manley Poon.