DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the following meanings. Certain technical terms are explained in the section headed "Glossary of Technical Terms."

"**Accountants' Report**"	the audited consolidated financial statements of our Company, as included in the Accountants' Report in Appendix I
"**affiliate(s)**"	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
"**AFRC**"	the Accounting and Financial Reporting Council
"**Articles**" or "**Articles of Association**"	the amended and restated articles of association of the Company conditionally adopted by special resolutions passed on [●], with effect from the [**REDACTED**]
"**associate(s)**"	has the meaning ascribed to it under the Listing Rules
"**Assumptions**"	the assumptions that: (i) the Share Redesignation is completed; (ii) the [**REDACTED**] is not exercised; (iii) the Conversion Adjustment (the details of which are disclosed in the section headed "History, Reorganisation and Corporate Structure") has been implemented; and (iv) there are no other share capital changes in the Company since the Latest Practicable Date other than under the [**REDACTED**]
"**Board**"	the board of Directors
"**business day**"	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
"**BVI**"	the British Virgin Islands

[**REDACTED**]

"**Cayman Companies Act**" or "**Companies Act**"	the Companies Act (As Revised) of the Cayman Islands, as amended or supplemented from time to time

[**REDACTED**]

"**China Insights Consultancy**"	China Insights Industry Consultancy Limited (灼識行業諮詢有限公司), a market research and consulting company, an Independent Third Party

"**Class A Shares**"	class A ordinary shares of the share capital of the Company with a par value of US$0.000002 each, conferring weighted voting rights in the Company such that a holder of a Class A Share is entitled to ten votes per share on any resolution tabled at the Company's general meeting, save for resolutions with respect to any Reserved Matters, in which case they shall be entitled to one vote per share
"**Class B Shares**"	class B ordinary shares of the share capital of the Company with a par value of US$0.000002 each, conferring a holder of a Class B Share one vote per share on any resolution tabled at the Company's general meeting
"**Companies Ordinance**"	Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"**Companies (Winding Up and Miscellaneous Provisions) Ordinance**"	Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"**Company**", "**our Company**", or "**the Company**"	SHEIN Global Holdings Limited (希音国际控股有限公司) (formerly known as ELITE DEPOT LIMITED (匯萃有限公司)), an exempted company incorporated in the Cayman Islands with limited liability on 12 May 2014
"**connected person(s)**"	has the meaning ascribed to it under the Listing Rules
"**connected transaction(s)**"	has the meaning ascribed to it under the Listing Rules
"**Controlling Shareholder(s)**"	has the meaning ascribed to it under the Listing Rules and unless the context otherwise requires, refers to Mr. Sky Yangtian Xu, Apex Sight Holdings Limited and XYT Holdings Limited, as further detailed in the section headed "Relationship with the Controlling Shareholders"
"**Conversion Adjustment**"	has the meaning ascribed to it under the section headed "History, Reorganisation and Corporate Structure — Pre-[**REDACTED**] Investments — Special Rights of the Pre-[**REDACTED**] Investors" in this document
"**Conversion Adjustment Mechanisms**"	has the meaning ascribed to it under the section headed "History, Reorganisation and Corporate Structure — Pre-[**REDACTED**] Investments — Special Rights of the Pre-[**REDACTED**] Investors" in this document
"**CSRC**"	the China Securities Regulatory Commission of the People's Republic of China (中國證券監督管理委員會)
"**Director(s)**"	the director(s) of our Company
"**Europe**"	member states of the European Union and the United Kingdom of Great Britain and Northern Ireland

"**Extreme Conditions**" .... extreme conditions caused by a super typhoon as announced by the government of Hong Kong or any extreme conditions or events, the occurrence of which will cause interruption to the ordinary course of business operations in Hong Kong or that may affect the [**REDACTED**]

[**REDACTED**]

"**Governmental Authority**" .... any governmental, regulatory, or administrative commission, board, body, authority, or agency, or any stock exchange, self-regulatory organisation, or other non-governmental regulatory authority, or any court, judicial body, tribunal, or arbitrator, in each case whether national, central, federal, provincial, state, regional, municipal, local, domestic, foreign, or supranational

"**Group**", "**our Group**", "**the Group**", "**we**", "**us**", or "**our**" . our Company and its subsidiaries, and where the context requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time

[**REDACTED**]

[**REDACTED**]

"**Hong Kong dollars**" or "**HK dollars**" or "**HK$**"	Hong Kong dollars, the lawful currency of Hong Kong

[**REDACTED**]

"**Hong Kong Takeovers Code**" or "**Takeovers Code**"	Code on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time

[**REDACTED**]

DEFINITIONS

"**IFRS**" .... International Financial Reporting Standards, as issued from time to time by the International Accounting Standards Board

"**Independent Third Party(ies)**". a person or entity which, to the best of our Directors' knowledge, information, and belief having made all reasonable enquiries, is not a connected person of our Company within the meaning of the Listing Rules

[**REDACTED**]

"**Joint Sponsors**" .... Goldman Sachs (Asia) L.L.C., Morgan Stanley Asia Limited and J.P. Morgan Securities (Far East) Limited

DEFINITIONS

"**Latest Practicable Date**"	[3] July 2026, being the latest practicable date for ascertaining certain information in this document before its publication
"**Laws**"	all laws, statutes, legislation, ordinances, rules, regulations, guidelines, opinions, notices, circulars, orders, judgments, decrees, or rulings of any Governmental Authority (including, without limitation, the Stock Exchange and the SFC) of all relevant jurisdictions

[**REDACTED**]

"**Listing Committee**"	the Listing Committee of the Stock Exchange

[**REDACTED**]

"**Listing Rules**"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
"**Main Board**"	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the Growth Enterprise Market of the Stock Exchange
"**Memorandum**" or "**Memorandum of Association**"	[the [seventh] amended and restated memorandum of association of the Company conditionally adopted by special resolutions passed [●], with effect from the [**REDACTED**]]

[**REDACTED**]

[**REDACTED**]

"**Post-**[**REDACTED**] **Share Scheme**"	the post-[**REDACTED**] first share scheme conditionally approved and adopted by our Company on [●], the principal terms of which are set out in the section headed "Statutory and General Information — D. Share Incentive Plans — 2. Post-[**REDACTED**] Share Scheme" in Appendix IV to this document
"**PRC Legal Adviser**"	King & Wood, our legal adviser on Chinese mainland law
"**Pre-**[**REDACTED**] **ESOP**"	the 2018 stock incentive plan of our Company adopted on 30 November 2018 and further amended in October 2021, January 2023 and April 2024, the principal terms of which are set out in "Statutory and General Information — D. Share Incentive Plans — 1. Pre-[**REDACTED**] ESOP" in Appendix IV to this document
"**Pre-**[**REDACTED**] **Investment(s)**"	the investment(s) in our Company undertaken by the Pre-[**REDACTED**] Investors prior to this [**REDACTED**], the details of which are set out in the section headed "History, Reorganisation and Corporate Structure"
"**Pre-**[**REDACTED**] **Investor(s)**"	the investors in our Company prior to our [**REDACTED**], as set out in the section headed "History, Reorganisation and Corporate Structure"
"**Pre-**[**REDACTED**] **Preferred Shares**", "**Preferred Shares**" or "**preferred shares**"	collectively, the Series A Preferred Shares, the Series B Preferred Shares, the Series C Preferred Shares, the Series C+ Preferred Shares, the Series Pre-D Preferred Shares, the Series D Preferred Shares and the Series D+ Preferred Shares
"**Preferred Shares Redesignation**"	the conversion of all Pre-[**REDACTED**] Preferred Shares into Class B Shares by way of reclassification and redesignation immediately before the completion of the [**REDACTED**], the details of which are set out in "History, Reorganisation and Corporate Structure"

DEFINITIONS

[**REDACTED**]

"**QIB**"	a qualified institutional buyer within the meaning of Rule 144A
"**Regulation S**"	Regulation S under the U.S. Securities Act
"**Reorganisation**"	the corporate restructuring of our Group in preparation for the [**REDACTED**], as described in "History, Reorganisation and Corporate Structure — Reorganisation"
"**Reserved Matters**"	those matters resolutions with respect to which each Share is entitled to one vote at general meetings of the Company pursuant to the Articles of Association, being: (i) any amendment to the Memorandum or Articles, including the variation of the rights attached to any class of shares, (ii) the appointment, election or removal of any independent non-executive Director, (iii) the appointment or removal of the Company's auditors, and (iv) the voluntary liquidation or winding-up of the Company
"**RSU(s)**"	restricted stock unit(s)
"**SFC**"	Securities and Futures Commission of Hong Kong
"**SFO**" or "**Securities and Futures Ordinance**"	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"**Share(s)**" or "**Ordinary Share(s)**"	the Class A Shares and/or Class B Shares in the share capital of the Company, as the context so requires
"**Share Incentive Plans**"	the Pre-[**REDACTED**] ESOP and the Post-[**REDACTED**] Share Scheme
"**Share Redesignation**"	the Preferred Share Redesignation and the WVR Redesignation
"**Share Split**"	the 1:50 share split of all issued and unissued shares of all classes in the share capital of our Company on [●] 2026, the details of which are set out in "History, Reorganisation and Corporate Structure"
"**Shareholder(s)**"	holder(s) of our Share(s)
	[**REDACTED**]
"**Stock Exchange**" or "**Hong Kong Stock Exchange**"	The Stock Exchange of Hong Kong Limited
"**subsidiary**" or "**subsidiaries**"	has the meaning ascribed to it in section 15 of the Companies Ordinance
"**substantial shareholder(s)**"	has the meaning ascribed to it in the Listing Rules

"**Track Record Period**"	the years ended 31 December 2023, 2024 and 2025 and the three months ended 31 March 2026

[**REDACTED**]

"**U.S. Securities Act**"	the United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
"**US dollars**", "**U.S. dollars**", "**US$**" or "**USD**"	United States dollars, the lawful currency of the United States
"**VAT**"	value-added tax
"**weighted voting right**"	has the meaning ascribed to it in the Listing Rules
"**WVR Beneficiaries**" or "**Founders**"	Mr. Sky Yangtian Xu, Ms. Molly Miao Miao, Ms. Maggie Xiaoqing Gu, and Mr. Tony Xiaoqing Ren, our co-founders, executive Directors, and the holders of the Class A Shares entitling them to weighted voting rights as detailed in "Share Capital — Weighted Voting Rights Structure"
"**WVR Redesignation**"	the conversion of certain Class A Shares controlled by the WVR Beneficiaries to Class B Shares immediately before the completion of the [**REDACTED**] by way of reclassification and redesignation, the details of which are set out in "History, Reorganisation and Corporate Structure"
"**WVR Structure**".	has the meaning ascribed to it in the Listing Rules
"**%**"	per cent

Unless otherwise specified, in this document:

- Certain amounts and percentage figures have been subject to rounding adjustments; accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them; and

- for ease of reference, the names of PRC laws and regulations, governmental authorities, institutions, natural persons or other entities (including certain of our subsidiaries) have been included in the document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail. English translations of company names and other terms from the Chinese language are provided for identification purposes only.