DEFINITIONS

In this document, unless the context otherwise requires, the following terms shall have the meanings set out below.

"affiliate"	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 of Hong Kong
"Airujichu (Shanghai)"	Airujichu Maternal and Infant Products (Shanghai) Co., Ltd. (愛如己出母嬰用品(上海)有限公司), a limited liability company established in the PRC on April 28, 2023, one of our subsidiaries
"AJS Family"	AJS Family Holding Limited, a company incorporated under the laws of the BVI with limited liability on August 16, 2021
"Articles" or "Articles of Association"	the articles of association of our Company, conditionally adopted on [●] and effective on the [**REDACTED**], a summary of which is set out in "Appendix IV — Summary of the Constitution of the Company and the Company Laws of the Cayman Islands"
"Audit Committee"	the audit committee of our Board
"Beauty Park"	Beauty Park Hong Kong Limited, one of our Pre-[**REDACTED**] Investors
"Bin BVI"	BIN (BVI) Holding Limited, a company incorporated under the laws of the BVI with limited liability on September 27, 2023, one of our Controlling Shareholders
"Bin BVI II"	BIN (BVI) II Holding Limited, a company incorporated under the laws of the BVI with limited liability on March 25, 2024, one of our Controlling Shareholders
"Bin Family Trust"	a discretionary family trust established by Mr. Zheng Chunbin as settlor and protector with Bin BVI as the beneficiary and Vistra Trust (Singapore) Pte. Limited as the trustee
"BVI"	the British Virgin Islands
"Board" or "Board of Directors"	the board of Directors
"business day"	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for business

[**REDACTED**]

"Cayman Companies Act" or "Companies Act"	the Companies Act (As Revised) of the Cayman Islands, Cap. 22 (Law 3 of 1961), as amended or supplemented or otherwise modified from time to time
"CCASS"	the Central Clearing and Settlement System established and operated by HKSCC
"CHANDO BVI"	CHANDO (BVI) Holding Limited, a company incorporated under the laws of the BVI with limited liability on November 10, 2023, one of our subsidiaries
"CHANDO Hong Kong"	CHANDO (HK) Holding Limited, a company incorporated under the laws of Hong Kong with limited liability on December 1, 2023, one of our subsidiaries
"CHANDO Limited"	Shanghai CHANDO Group Co., Ltd. (上海自然堂集團有限公司), formerly known as JALA Group Co., Ltd. (伽藍(集團)股份有限公司), a limited liability company established in the PRC on February 5, 2004, one of our subsidiaries
"CHANDO WFOE"	Shanghai CHANDO Jiaxin Enterprise Management Co., Ltd. (上海自然堂伽信企業管理有限公司), a limited liability company established in the PRC on February 7, 2024, one of our subsidiaries
"China", "Chinese Mainland" or "the PRC"	the People's Republic of China excluding, for the purpose of this document, Hong Kong, Macau Special Administrative Region and Taiwan
"Companies Ordinance"	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended or supplemented from time to time
"Companies (Winding Up and Miscellaneous Provisions) Ordinance"	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended or supplemented from time to time
"Company" or "our Company"	CHANDO Global Holding Limited (自然堂全球控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability on October 10, 2023
"Controlling Shareholders"	Mr. Zheng Chunying, Mr. Zheng Chunbin, Mr. Zheng Chunwei, Ms. Zheng Xiaodan, the Founder BVIs and the Direct Offshore Holding Companies
"Conversion"	the conversion of the authorized share capital of the Company from USD50,000 divided into 500,000,000 shares with a par value of USD0.0001 each, consisting of (i) 487,680,613 Ordinary Shares; (ii) 7,026,459 Series A Preferred Shares; (iii) 4,761,905 Series A1 Preferred Shares; and (iv) 531,023 Series A (subclass A-1) Preferred Shares, to USD50,000 divided into 500,000,000 Ordinary Shares with a par value of USD0.0001 each, immediately before the Share Subdivision and the [**REDACTED**]

"Corporate Reorganization" or "Reorganization"	the corporate reorganization undergone by our Group in preparation for the [**REDACTED**] as described in "History, Reorganization and Corporate Structure — Corporate Reorganization"
"CSRC"	the China Securities Regulatory Commission (中國證券監督管理委員會)
"Dan BVI"	DAN (BVI) Holding Limited, a company incorporated under the laws of the BVI with limited liability on September 27, 2023, one of our Controlling Shareholders
"Dan BVI II"	DAN (BVI) II Holding Limited, a company incorporated under the laws of the BVI with limited liability on March 25, 2024, one of our Controlling Shareholders
"Dan Family Trust"	a discretionary family trust established by Ms. Zheng Xiaodan as settlor and protector with Dan BVI as the beneficiary and Vistra Trust (Singapore) Pte. Limited as the trustee
"Direct Offshore Holding Companies"	Jiaxin BVI II, Ying BVI II, Bin BVI II, Wei BVI II and DAN BVI II
"Director(s)"	the director(s) of our Company
"EIT Law"	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》), which came into effect on January 1, 2008 and was last revised on December 29, 2018
"EMBA"	Executive Master of Business Administration
"Extreme Conditions"	the occurrence of "extreme conditions" as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below
"Family Trust Non-Voting BVIs"	Chunying (BVI) III Holding Limited, Chunbin (BVI) III Holding Limited, Chunwei (BVI) III Holding Limited and Xiaodan (BVI) III Holding Limited
"Family Trusts"	Ying Family Trust, Bin Family Trust, Wei Family Trust and Dan Family Trust

[**REDACTED**]

"Founder BVIs"	Jiaxin BVI, Ying BVI, Bin BVI, Wei BVI and Dan BVI
"Frost & Sullivan" or "Industry Consultant"	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an Independent Third Party and a market research firm engaged by the Company to prepare an industry report, the details of which are set out in "Industry Overview"
"Frost & Sullivan Report"	an industry report dated September 22, 2025 commissioned by us and issued by Frost & Sullivan, a private independent research firm, containing an analysis of the cosmetics market in the PRC and other relevant economic data, as referred to in "Industry Overview"
"General Rules of HKSCC"	the General Rules of HKSCC as may be amended or modified from time to time and where the context so permits, shall include the HKSCC Operational Procedures

[**REDACTED**]

"Group", "our Group", "we" or "us"	our Company and our subsidiaries and, in respect of the period before the Company became the holding company of our present subsidiaries, the businesses operated by such subsidiaries or their predecessors (as the case may be)
"Guide for New Listing Applicants"	the Guide for New Listing Applicants issued by the Hong Kong Stock Exchange effective from January 1, 2024 (as amended, supplemented or otherwise modified from time to time)
"Himalaya International"	Himalaya International (Cayman) Holding Limited, one of our Pre-[**REDACTED**] Investors
"HK$" or "Hong Kong dollar(s)"	Hong Kong dollars, the lawful currency of Hong Kong

[**REDACTED**]

[**REDACTED**]

"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the PRC

[**REDACTED**]

"Hong Kong Stock Exchange" or "Stock Exchange"	The Stock Exchange of Hong Kong Limited

[**REDACTED**]

"IFRS"	International Financial Reporting Standards, which include standards, amendments and interpretations issued by the International Accounting Standards Board
"Independent Third Party(ies)"	any entity or person who, 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 ascribed thereto under the Listing Rules

[**REDACTED**]

[**REDACTED**]

"JALA (Shanghai) Cosmetics"	JALA (Shanghai) Cosmetics Co., Ltd. (伽藍(上海)化妝品有限公司), a limited liability company established in the PRC on March 16, 2017, one of our subsidiaries
"Jialan (Beijing) Biotechnology"	Jialan (Beijing) Biotechnology Co., Ltd. (伽瀾(北京)生物科技有限公司), a limited liability company established in the PRC on August 31, 2017, one of our subsidiaries
"Jiaxin BVI"	JIAXIN (BVI) Holding Limited, a company incorporated under the laws of the BVI with limited liability on September 27, 2023, one of our Controlling Shareholders
"Jiaxin BVI II"	JIAXIN (BVI) II Holding Limited, a company incorporated under the laws of the BVI with limited liability on March 25, 2024, one of our Controlling Shareholders

[**REDACTED**]

"Joint Sponsors"	the joint sponsors named in "Directors and Parties Involved in the [**REDACTED**]"
"Latest Practicable Date"	March 23, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication

"Linzhi Himalaya Third Pole Biotechnology"	Linzhi Himalaya Third Pole Biotechnology Co., Ltd. (林芝喜馬拉雅第三極生物科技有限公司), a limited liability company established in the PRC on August 10, 2018, one of our subsidiaries

[**REDACTED**]

"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time
"M&A Rules"	the Provisions on Mergers and Acquisitions of Domestic Enterprises by Foreign Investors (《關於外國投資者併購境內企業的規定》)
"Main Board"	the stock market (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the GEM of the Hong Kong Stock Exchange
"Memorandum" or "Memorandum of Association"	the memorandum of association of our Company, conditionally adopted by our Shareholders on [●] to take effect on the [**REDACTED**], a summary of which is set out in "Appendix IV — Summary of the Constitution of the Company and the Company Laws of the Cayman Islands"
"MOF"	the Ministry of Finance of the PRC (中華人民共和國財政部)
"MOFCOM"	the Ministry of Commerce of the PRC (中華人民共和國商務部) or its predecessor, the Ministry of Foreign Trade and Economic Cooperation of the PRC (中華人民共和國對外貿易經濟合作部)
"Negative List"	the Special Administrative Measures (Negative List) for Foreign Investment Access (《外商投資准入特別管理措施(負面清單)》)

[**REDACTED**]

[**REDACTED**]

"Oriental Beauty Valley"	Oriental Beauty Valley Enterprise Group Shanghai Culture Media Co., Ltd. (東方美谷企業集團上海文化傳媒有限公司), a limited liability company established in the PRC on September 15, 2017, an associate of our Company

[**REDACTED**]

"PBOC"	the People's Bank of China (中國人民銀行)
"PRC government" or "State"	the central government of the PRC, including all political subdivisions (including provincial, municipal and other regional or local government entities) and its organs or, as the context requires, any of them
"PRC Legal Advisor"	Jingtian & Gongcheng, the PRC legal advisor to our Company
"Preferred Share(s)"	the Series A Preferred Shares, Series A-1 Preferred Shares and/or Series A (subclass A-1) Preferred Shares
"Pre-[**REDACTED**] Investment(s)"	the investment(s) made by the Pre-[**REDACTED**] Investors, the principal terms of which are summarized in "History, Reorganization and Corporate Structure — Pre-[**REDACTED**] Investments"
"Pre-[**REDACTED**] Investor(s)"	the investor(s) who participated in the Pre-[**REDACTED**] Investments, namely, Beauty Park and Himalaya International, details of which are set out in "History, Reorganization and Corporate Structure — Pre-[**REDACTED**] Investments"
"Pre-[**REDACTED**] RSU Scheme"	the Pre-[**REDACTED**] RSU scheme adopted by the Company on September 18, 2025, as amended or otherwise modified from time to time, and detailed in "Appendix V — Statutory and General Information"

[**REDACTED**]

"Document" or "document"	this document being issued in connection with the [**REDACTED**]
"Province" or "province"	each being a province or, where the context requires, a provincial level autonomous region or municipality under the direct supervision of the PRC Government
"QIB"	a qualified institutional buyer within the meaning of Rule 144A
"Regulation S"	Regulation S under the U.S. Securities Act
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
"RSU(s)"	restricted share unit(s)
"RSU Holding Entity(ies)"	Chando Growing I (BVI) Limited and Chando Growing II (BVI) Limited
"RSU Participant(s)"	the participant(s) eligible to be granted RSUs under the Pre-[**REDACTED**] RSU Scheme
"Rule 144A"	Rule 144A under the U.S. Securities Act
"SAFE"	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
"Series A Preferred Share(s)"	the series A preferred share(s) of our Company
"Series A-1 Preferred Share(s)"	the series A-1 preferred share(s) of our Company
"Series A (subclass A-1) Preferred Shares"	the series A (subclass A-1) preferred share(s) of our Company
"SFC"	the Securities and Futures Commission of Hong Kong
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended or supplemented from time to time
"Shanghai Biorrier"	Shanghai Biorrier Pharmaceutical Technology Co., Ltd. (上海珀芙研醫藥科技有限公司), a limited liability company established in the PRC on March 13, 2019, one of our subsidiaries
"Shanghai Biorrier Leworui Biotechnology"	Shanghai Biorrier Leworui Biotechnology Co., Ltd. (上海珀芙研樂沃瑞生物科技有限公司), a limited liability company established in the PRC on June 14, 2018, one of our subsidiaries
"Shanghai JALA Beauty Sales"	Shanghai JALA Beauty Sales Co., Ltd. (上海伽藍美妝銷售有限公司), a limited liability company established in the PRC on December 13, 2017, one of our subsidiaries

"Shanghai Himalaya Biotechnology"	Himalaya Third Pole (Shanghai) Biotechnology Co., Ltd. (喜馬拉雅第三極(上海)生物科技有限公司), formerly known as Shanghai Jiahui Biotechnology Co., Ltd. (上海珈匯生物科技有限公司), a limited liability company established in the PRC on March 10, 2017, one of our subsidiaries
"Shanghai Jiatai E-Commerce"	Shanghai Jiatai E-Commerce Co., Ltd. (上海伽泰電子商務有限公司), a limited liability company established in the PRC on February 23, 2021, one of our subsidiaries
"Shanghai Maysu Qifei Biotechnology"	Shanghai Maysu Qifei Biotechnology Co., Ltd. (上海美素祈飛生物科技有限公司), a limited liability company established in the PRC on June 6, 2023, one of our subsidiaries
"Shanghai Wangzan"	Shanghai Wangzan Information Technology Co., Ltd. (上海網贊信息科技有限公司), a limited liability company established in the PRC on June 10, 2020, one of our subsidiaries
"Share Subdivision"	the subdivision of each of the Company's issued and unissued authorized Shares with nominal value of USD0.0001 each into five Shares with nominal value of USD0.00002 each immediately after the Conversion and prior to the [**REDACTED**]
"Share(s)" or "Ordinary Share(s)"	ordinary share(s) in the capital of our Company with a par value of USD0.0001 each before Share Subdivision and USD0.00002 each after Share Subdivision
"Shareholder(s)"	holder(s) of our Shares

[**REDACTED**]

"State Council"	the PRC State Council (中華人民共和國國務院)
"Track Record Period"	the financial years ended December 31, 2023, 2024 and 2025

[**REDACTED**]

"US$", "USD" or "U.S. dollars"	U.S. dollars, the lawful currency of the United States
"U.S." or "United States"	the United States of America, its territories and possessions, any State of the United States, and the District of Columbia

"U.S. Securities Act"	the United States Securities Act of 1933, as amended from time to time, and the rules and regulations promulgated thereunder
"Wei BVI"	WEI (BVI) Holding Limited, a company incorporated under the laws of the BVI with limited liability on September 27, 2023, one of our Controlling Shareholders
"Wei BVI II"	WEI (BVI) II Holding Limited, a company incorporated under the laws of the BVI with limited liability on March 25, 2024, one of our Controlling Shareholders
"Wei Family Trust"	a discretionary family trust established by Mr. Zheng Chunwei as settlor and protector with Wei BVI as the beneficiary and Vistra Trust (Singapore) Pte. Limited as the trustee

[**REDACTED**]

"Ying BVI"	YING (BVI) Holding Limited, a company incorporated under the laws of the BVI with limited liability on September 27, 2023, one of our Controlling Shareholders
"Ying BVI II"	YING (BVI) II Holding Limited, a company incorporated under the laws of the BVI with limited liability on March 25, 2024, one of our Controlling Shareholders
"Ying Family Trust"	a discretionary family trust established by Mr. Zheng Chunying as settlor and protector with Ying BVI as the beneficiary and Vistra Trust (Singapore) Pte. Limited as the trustee
"%"	per cent.

In this document, the terms "associate", "close associate", "connected person", "core connected person", "connected transaction", "subsidiary" and "substantial shareholder", and their respective plural form, shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them. Any discrepancies in any table or chart between the total shown and the sum of the amounts listed are due to rounding.

The English translation of the PRC entities, enterprises, nationals, facilities, regulations in Chinese or another language included in this document is for identification purposes only. To the extent there is any inconsistency between the Chinese names of the PRC entities, enterprises, nationals, facilities, regulations and their English translations, the Chinese names shall prevail.