
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” in this Document.

“2013 Share Award Scheme”	the share award scheme of our Company adopted on February 27, 2013, as amended on January 9, 2015, March 3, 2016, June 8, 2016, December 7, 2018 and November 6, 2019, the principal terms of which are set out in “Statutory and General Information – D. Equity Incentive Plans – 2. 2013 Share Award Scheme” in Appendix IV
“2013 Share Option Scheme”	the share option scheme of our Company adopted on February 27, 2013, as amended on June 27, 2013, May 20, 2015 and December 26, 2016, the principal terms of which are set out in “Statutory and General Information – D. Equity Incentive Plans – 1. 2013 Share Option Scheme” in Appendix IV
“2021 Share Incentive Plan”	the share incentive plan of our Company adopted on November 15, 2021, as amended from time to time, the principal terms of which are set out in “Statutory and General Information – D. Equity Incentive Plans – 3. 2021 Share Incentive Plan” in Appendix IV
“%”	percent
“ADS(s)”	American Depositary Shares, each representing 15 Ordinary Shares
“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
“Articles” or “Articles of Association”	the second amended and restated articles of association of our Company conditionally adopted on [●], 2022 which shall become effective on the [REDACTED], a summary of which is set out in “Summary of the Constitution of the Company and Cayman Islands Company Law” in Appendix III
“associate(s)”	has the meaning ascribed thereto under the Listing Rules

DEFINITIONS

“Audit Committee”	the audit committee of the Board
“Beijing Digital Entertainment”	Beijing Kingsoft Digital Entertainment Technology Co., Ltd.* (北京金山數字娛樂科技有限公司), a limited liability company established under the laws of the PRC on July 30, 2003
“Beijing Jinxun Ruibo”	Beijing Jinxun Ruibo Network Technology Co., Ltd.* (北京金迅瑞博網絡技術有限公司), a limited liability company established under the laws of the PRC on December 17, 2015 and one of our Consolidated Affiliated Entities
“Beijing Kingsoft Cloud”	Beijing Kingsoft Cloud Technology Co., Ltd.* (北京金山雲科技有限公司), a limited liability company established under the laws of the PRC on April 9, 2012 and one of our WFOEs
“Board” or “Board of Directors”	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
“CAC”	the Cyberspace Administration of China (中國國家互聯網信息辦公室)
“Camelot”	Camelot Employee Scheme, INC. (subsequently merged with and into Iridescence Limited pursuant to the Camelot Merger Agreement) and its subsidiaries
“Camelot Merger Agreement”	an agreement and plan of merger dated July 31, 2021 entered into by and among our Company, Camelot, Yiming Ma, Heidi Chou, Benefit Overseas Limited and Dreams Power Ltd.
“Camelot Technology”	Camelot Technology Corporation Limited* (柯萊特科技有限責任公司), a limited liability company established under the laws of the PRC on March 12, 2001 and an indirect non-wholly-owned subsidiary of our Company

DEFINITIONS

"Cayman Companies Act" or
"Companies Act" the Companies Act (As Revised), Cap. 22 (Law 3 of 1961) of the Cayman Islands, as amended or supplemented or otherwise modified from time to time

[REDACTED]

DEFINITIONS

“Chief Executive Officer”	the chief executive officer of our Company
“China” or “PRC”	The People’s Republic of China, except where the context requires otherwise and only for the purposes of this Document, excluding Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“close associate(s)”	has the meaning ascribed thereto under the Listing Rules
“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”	Kingsoft Cloud Holdings Limited, an exempted company with limited liability incorporated in the Cayman Islands on January 3, 2012
“Compensation Committee”	the compensation committee of the Board
“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
“Consolidated Affiliated Entity(ies)”	entities we control wholly or partly through the Contractual Arrangements, the financial results of which are consolidated into our consolidated financial statements as if they were our subsidiaries
“Contractual Arrangements”	the series of contractual arrangements entered into among our WFOEs, our VIEs and/or their respective registered shareholders, details of which are set out in “Contractual Arrangements”

DEFINITIONS

“core connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix 14 to the Listing Rules
“Corporate Governance Committee”	the corporate governance committee of the Board, to be split from the current nominating and corporate governance committee of the Board effective upon the [REDACTED]
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Depositary”	The Bank of New York Mellon, the depositary for our ADS program
“Director(s)”	the director(s) of our Company
“Equity Incentive Plans”	2013 Share Option Scheme, 2013 Share Award Scheme and 2021 Share Incentive Plan
“ESG”	environment, social and corporate governance
“Extreme Conditions”	extreme conditions caused by a super typhoon as announced by the government of Hong Kong
“FRC”	Financial Reporting Council (財務匯報局)
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., an independent professional market research and consulting company
“GAAP”	generally accepted accounting principles

[REDACTED]

“Governmental Authority”	any governmental, regulatory, or administrative commission, board, body, authority, or agency, or any stock exchange, self-regulatory organization, 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
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DEFINITIONS

[REDACTED]

“Group”, “our Group”, “we”,
“us”, or “our”

our Company, its subsidiaries and the Consolidated Affiliated Entities from time to time or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries and Consolidated Affiliated Entities, such subsidiaries and Consolidated Affiliated Entities as if they were subsidiaries and Consolidated Affiliated Entities of our Company at the relevant time

[REDACTED]

“Hong Kong” or “HK”

the Hong Kong Special Administrative Region of the People’s Republic of China

“Hong Kong dollars” or “HK
dollars” or “HK\$”

Hong Kong dollars, the lawful currency of Hong Kong

[REDACTED]

DEFINITIONS

[REDACTED]

“IAS”	International Accounting Standards
“IASB”	International Accounting Standards Board
“IFRS”	International Financial Reporting Standards, amendments, and interpretations, as issued from time to time by the IASB
“Independent Third Party” or “Independent Third Parties”	any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules

[REDACTED]

DEFINITIONS

[REDACTED]

“Joint Sponsors”	China International Capital Corporation Hong Kong Securities Limited, J.P. Morgan Securities (Far East) Limited and UBS Securities Hong Kong Limited (<i>in alphabetical order</i>)
“Kingsoft Corporation”	Kingsoft Corporation Limited, an exempted limited liability company incorporated in the British Virgin Islands on March 20, 1998 and discontinued in the British Virgin Islands and continued into the Cayman Islands on November 15, 2005, with its shares listed on the Stock Exchange (stock code: 03888), and the controlling shareholder of the Company within the meaning of the Listing Rules
“Kingsoft Group”	Kingsoft Corporation and its subsidiaries (excluding the Group)

DEFINITIONS

“Kingsoft Cloud Information”	Kingsoft Cloud (Beijing) Information Technology Co. Ltd.* (金山雲(北京)信息技術有限公司), a limited liability company established under the laws of the PRC on April 13, 2018 and one of our VIEs
“Kingsoft Cloud Network”	Beijing Kingsoft Cloud Network Technology Co., Ltd.* (北京金山雲網絡技術有限公司), a limited liability company established under the laws of the PRC on March 25, 2011 and one of our Consolidated Affiliated Entities
“Kingsoft Cloud Tianjin”	Kingsoft Cloud (Tianjin) Technology Development Co., Ltd.* (金山雲(天津)科技發展有限公司), a limited liability company established under the laws of the PRC on May 30, 2019 and one of our Consolidated Affiliated Entities
“Kingsoft Office”	Beijing Kingsoft Office Software, Inc.(北京金山辦公軟件股份有限公司), a subsidiary of Kingsoft Corporation established in the PRC in December 2011, with its shares listed on the Shanghai Stock Exchange STAR Market in November 2019 (Stock Code:688111), and a connected person of the Company
“Latest Practicable Date”	July 19, 2022, 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” or “Hong Kong 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

DEFINITIONS

“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Memorandum” or “Memorandum of Association”	the second amended and restated memorandum of association of our Company conditionally adopted on [●], 2022 which shall become effective on the [REDACTED], a summary of which is set out in “Summary of the Constitution of the Company and Cayman Islands Company Law” in Appendix III
“MIIT”	Ministry of Industry and Information Technology of the PRC (中華人民共和國工業和信息化部)
“Nanjing Qianyi”	Nanjing Qianyi Shixun Information Technology Co., Ltd.* (南京仟壹視訊信息技術有限公司), a limited liability company established under the laws of the PRC on March 20, 2014 and one of our Consolidated Affiliated Entities
“Nasdaq”	the Nasdaq Global Select Market
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“Nomination Committee”	the nomination committee of the Board, to be split from the current nominating and corporate governance committee of the Board effective upon the [REDACTED]

[REDACTED]

DEFINITIONS

[REDACTED]

“PBOC”	the People’s Bank of China
“PRC Legal Adviser”	Fangda Partners, our legal advisers as to PRC law

[REDACTED]

“RMB” or “Renminbi”	Renminbi, the lawful currency of China
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAMR”	the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局)
“SEC”	the U.S. Securities and Exchange Commission

DEFINITIONS

“Securities and Futures Ordinance” or “SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“SFC”	Securities and Futures Commission of Hong Kong
“Shanghai Jinxun Ruibo”	Shanghai Jinxun Ruibo Network Technology Co., Ltd.* (上海金迅瑞博網絡技術有限公司), a limited liability company established under the laws of the PRC on March 6, 2020 and one of our Consolidated Affiliated Entities
“Share(s)”	ordinary share(s) in the share capital of our Company with a par value of US\$0.001 each
“Shareholder(s)”	holder(s) of our Share(s)

[REDACTED]

“State Council”	the State Council of the PRC (中華人民共和國國務院)
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[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”	has the meaning ascribed to it in the Listing Rules
“Track Record Period”	the financial years ended December 31, 2019, 2020 and 2021 and the three months ended March 31, 2022

[REDACTED]

DEFINITIONS

“United States”, “U.S.” or “US”	United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US dollars”, “U.S. dollars” or “US\$”	United States dollars, the lawful currency of the United States
“U.S. Exchange Act”	United States Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder
“U.S. GAAP”	accounting principles generally accepted in the United States
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“VAT”	value-added tax
“VIE” or “VIEs”	variable interest entity or variable interest entities and unless the context otherwise requires, refers to Zhuhai Kingsoft Cloud and Kingsoft Cloud Information
“WFOE” or “WFOEs”	wholly-owned subsidiari(es) of our Company and unless the context otherwise requires, refers to Beijing Kingsoft Cloud and Yunxiang Zhisheng
“Wuhan Kingsoft Cloud”	Wuhan Kingsoft Cloud Information Technology Co., Ltd.* (武漢金山雲信息技術有限公司), a limited liability company established under the laws of the PRC on December 26, 2017 and one of our Consolidated Affiliated Entities
“Xiaomi”	Xiaomi Corporation, an exempted limited liability company incorporated in the Cayman Islands on January 5, 2010, with its shares listed on the Stock Exchange (stock code: 1810), our substantial shareholder
“Xiaomi Group”	Xiaomi Corporation, its subsidiaries and consolidated affiliated entities
“Yunxiang Zhisheng”	Beijing Yunxiang Zhisheng Technology Co., Ltd.* (北京雲享智勝科技有限有限公司), a limited liability company established under the laws of the PRC on December 15, 2015 and one of our WFOEs

DEFINITIONS

“Zhuhai Kingsoft Cloud” Zhuhai Kingsoft Cloud Technology Co., Ltd.* (珠海金山雲科技有限公司), a limited liability company established under the laws of the PRC on August 21, 2009 and one of our VIEs

In this Document:

- *Unless otherwise expressly stated or the context otherwise requires, all references to any shareholdings in our Company following the completion of the [REDACTED], assuming that the [REDACTED] is not exercised and no additional Shares are issued under the Equity Incentive Plans.*
- *Certain amounts and percentage figures included in this Document 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.*
- *The English names of the PRC entities, PRC laws or regulations, and the PRC governmental authorities referred to in this Document are translations from their Chinese names and are for identification purposes. If there is any inconsistency, the Chinese names shall prevail.*