

QFG GLOBAL
FASHION
GROUP

**#1 FASHION &
LIFESTYLE
DESTINATION IN
GROWTH MARKETS**

COMPANY PRESENTATION

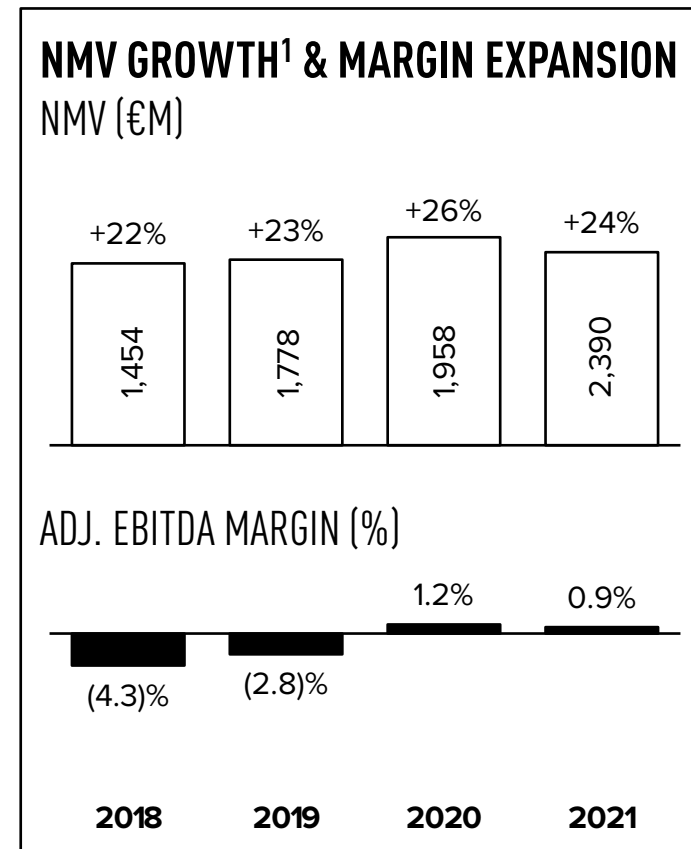
March 2022



WE ARE A LEADER IN OUR MARKETS WITH CONSISTENT GROWTH

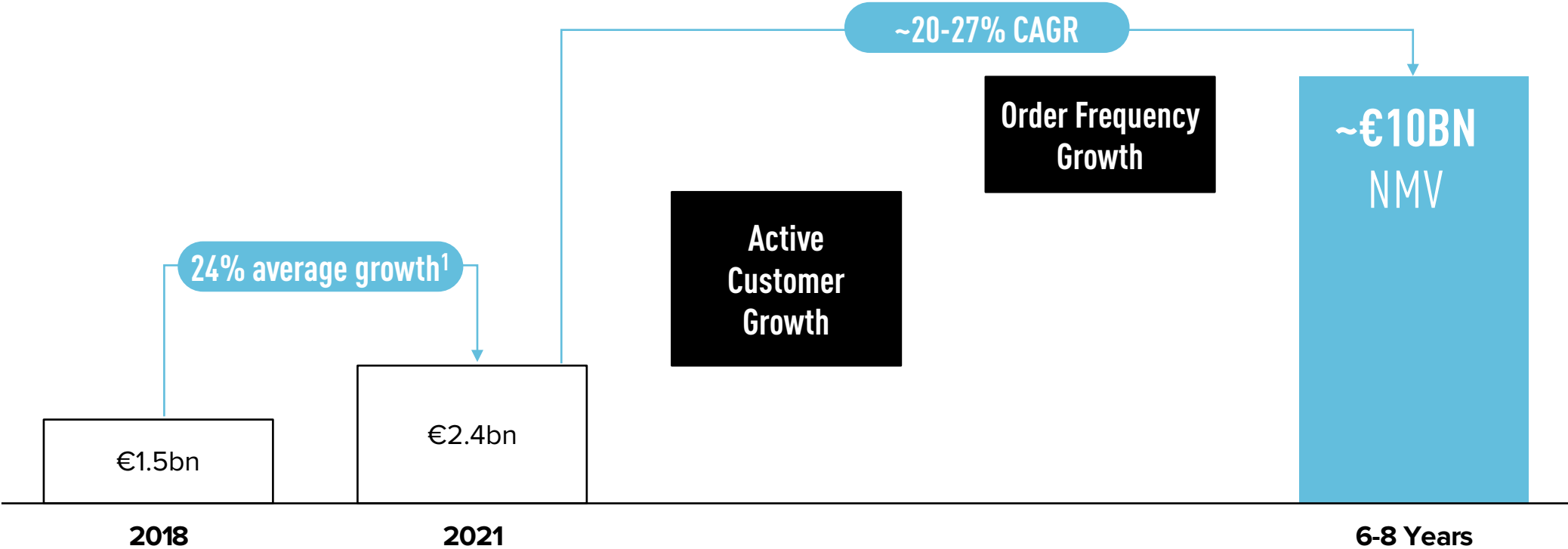
	GROUP	LATAM	CIS	SEA	ANZ
2021 KEY STATS	ØFG GLOBAL FASHION GROUP	dafiti	lamoda	ZALORA	THEICONIC
NMV (€M)	2,390	583	862	407	538
ADJ. EBITDA MARGIN	0.9%	(3.4)%	6.0%	0.0%	4.0%
ORDERS	47.8m	15.9m	15.2m	10.5m	6.2m
ACTIVE CUSTOMERS	17.0m	7.8m	3.6m	3.6m	2.0m

38%
Marketplace



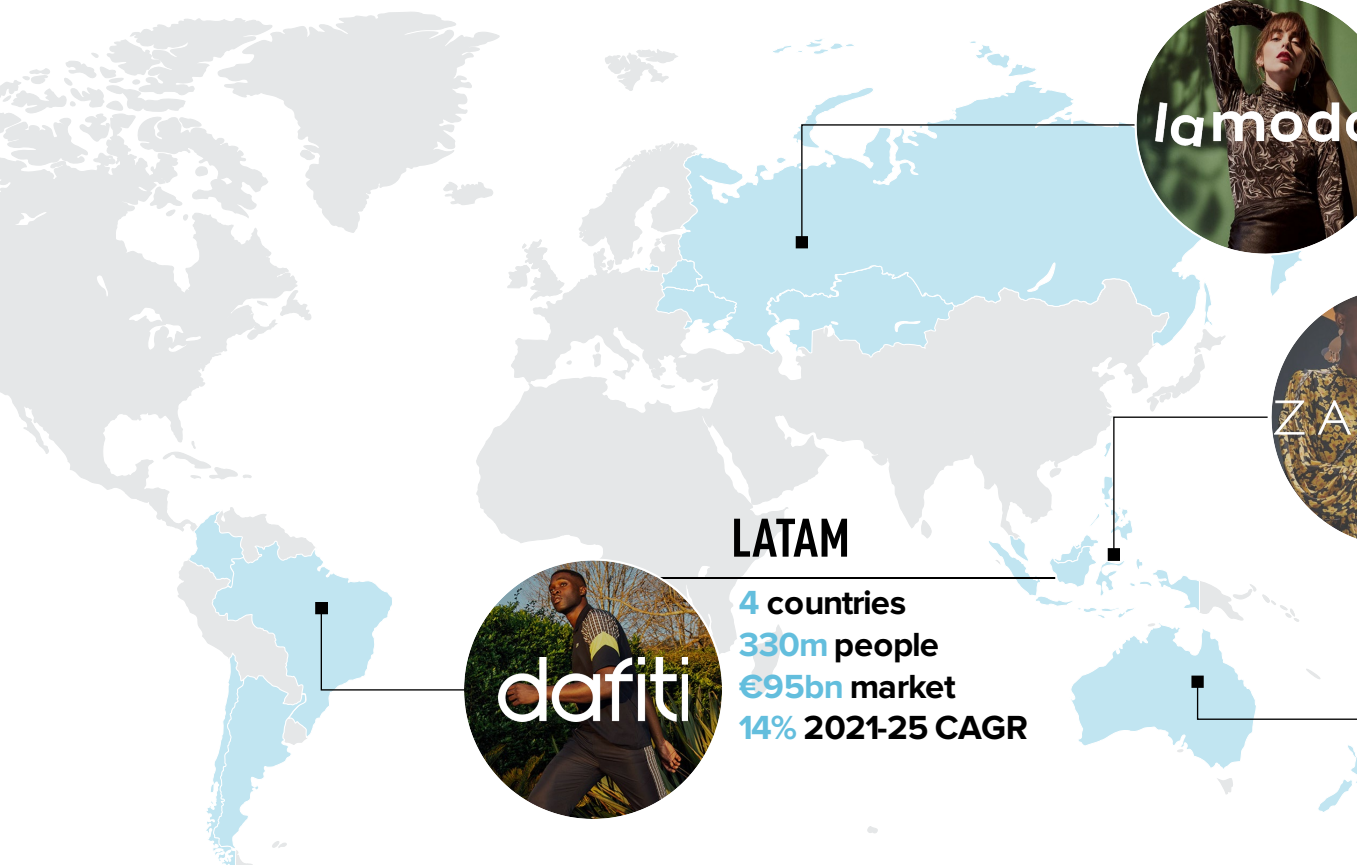
(1) Constant currency growth.

OUR AMBITION: BUILDING A €10BN NMV BUSINESS



(1) Constant currency growth rate.

ONE BILLION PEOPLE IN A GROWING ~€300BN MARKET



CIS

4 countries
213m people
€70bn market
5% 2021-25 CAGR



SEA

7 countries
462m people
€100bn market
9% 2021-25 CAGR



LATAM

4 countries
330m people
€95bn market
14% 2021-25 CAGR



ANZ

2 countries
32m people
€35bn market
5% 2021-25 CAGR

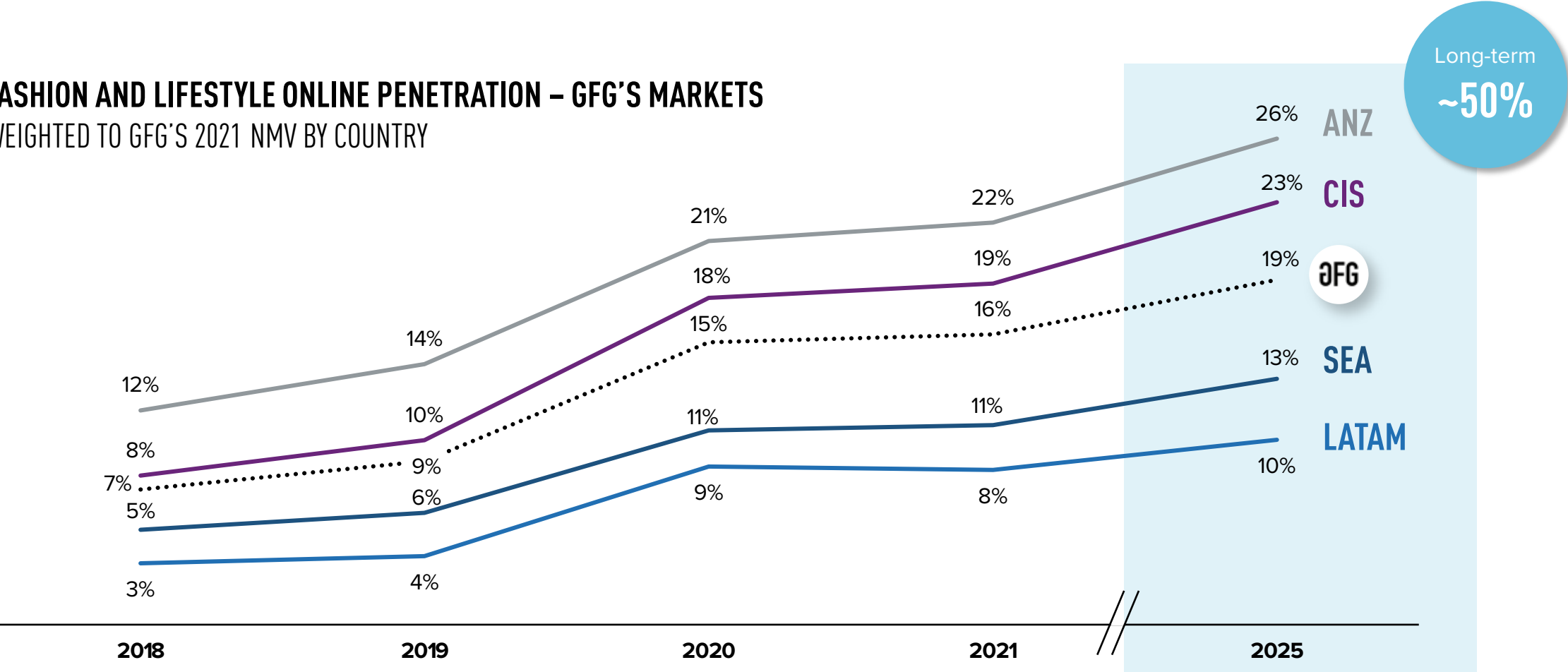
GF GLOBAL FASHION GROUP

17 countries
1,030m people
€300bn market
9% 2021-25 CAGR

Source: 2022 population based on Euromonitor International data from national statistics / UN; 2022 market size refers to the aggregation of Euromonitor's Apparel & Footwear 2022 edition and Beauty & Personal Care, Personal Accessories and Eyewear 2021 edition. Retail Value RSP incl. Sales Tax, Fixed 2021 ex rates, Current Prices.

ONLINE ADOPTION WILL CONTINUE TO DRIVE LONG-TERM GROWTH

FASHION AND LIFESTYLE ONLINE PENETRATION – GFG’S MARKETS
WEIGHTED TO GFG’S 2021 NMV BY COUNTRY



Source: GFG calculations based on data from Euromonitor International Ltd: Apparel & Footwear 2022 edition and Beauty & Personal Care, Personal Accessories and Eyewear 2021 edition. Fashion and lifestyle market size refers to the aggregation of Apparel and Footwear, Beauty and Personal Care, and Personal Accessories and Eyewear in 2022. Retail value RSP incl. Sales Tax, Fixed 2021 ex rates, Current Prices.

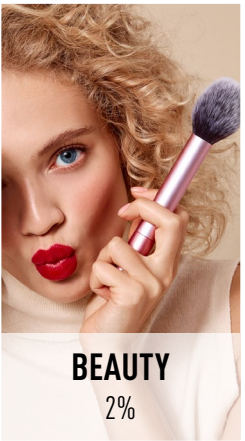
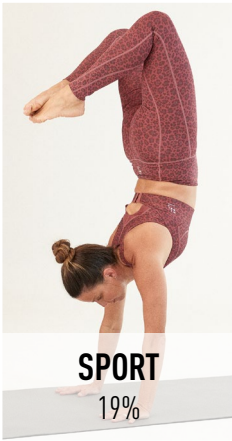
HOW WE WIN



WE OFFER THE MOST COMPREHENSIVE ASSORTMENT

ROLLOUT OF ADJACENT CATEGORIES ACCELERATED, PRODUCING A STRONG HALO EFFECT

2021 NMV SHARE



HIGH GROWTH CATEGORIES

GROWTH SINCE 2019

+65%

+137%





















+215%

Note: Category splits based on FY2021 NMV share, excluding VAT/GST and delivery fees.

WE PARTNER WITH 40 OF THE TOP 50 GLOBAL BRANDS

13% of NMV

+46% NMV growth

LUXURY & CONTEMPORARY	PREMIUM	LIFESTYLE	MAINSTREAM	TREND	SPORT
<p>HELMUT LANG</p> <p>KENZO</p> <p>MARC JACOBS</p> <p>MM[®] Maison Margiela PARIS</p> <p>M A R N I</p> <p> PHILIPP PLEIN</p> <p>Proenza Schouler</p> <p>s a n d r o</p>	<p>BALLY</p> <p>COACH</p> <p>GUESS</p> <p>kate spade</p> <p>LONGCHAMP PARIS</p> <p>MICHAEL KORS</p> <p>TORY  BURCH</p> <p>VERSUS VERSACE</p>	<p> BOSIDENG CALVIN KLEIN</p> <p> COS</p> <p>EMPORIO  ARMANI</p> <p>HUGO BOSS</p> <p>Lee </p> <p>Massimo Dutti</p> <p>POLO RALPH LAUREN </p> <p>TOMMY  HILFIGER</p> <p>Wrangler</p>	<p>Abercrombie & Fitch</p> <p>BANANA REPUBLIC</p> <p>G A P </p> <p> JACK & JONES[®]</p> <p> JOCKEY</p> <p>MANGO M&S EST. 1884</p> <p>OLD NAVY TRIUMPH</p> <p>VERO MODA[®]</p> <p> Wacoal[®]</p>	<p>Bershka</p> <p>FOREVER 21</p> <p>H&M</p> <p>LC Waikiki</p> <p>PULL&BEAR</p> <p>T O P S H O P</p>	<p> adidas</p> <p> ANTA</p> <p> Columbia</p> <p>DECATHLON</p> <p>FILA</p> <p> LI-NING</p> <p> new balance</p> <p> NIKE</p> <p> PUMA</p> <p> UNDER ARMOUR</p>

■ Brands not in the Top 50 list

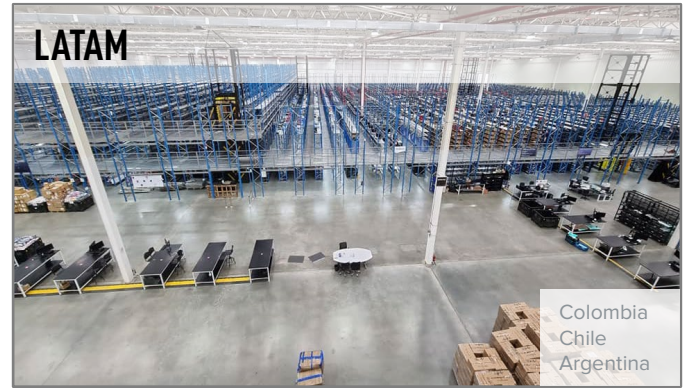
Source: Euromonitor's top apparel brands based on 2021 Retail Value. List includes a selection of brands that are relevant to GFG (e.g. excludes top tier luxury, department stores, supply chain brands, etc.).

OUR NINE LOCAL FULFILMENT CENTRES ENABLE FAST DELIVERIES

3 AUTOMATED FULFILMENT CENTRES IN OUR LARGEST MARKETS



6 NON-AUTOMATED FULFILMENT CENTRES






37m+
total item storage capacity

€4bn+
NMV capacity of current footprint

120m+
items shipped in 2021

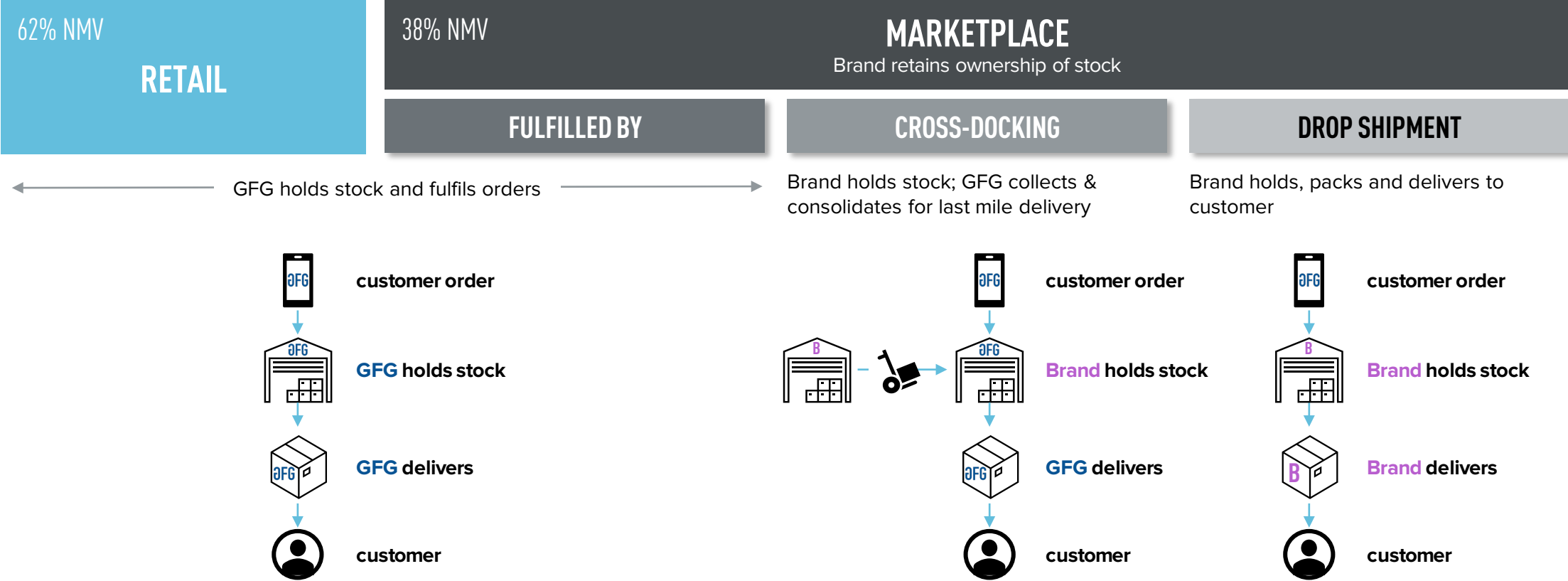
MAKING DELIVERY AND RETURNS MORE CONVENIENT

REGION	COURIER DELIVERY		PICK-UP POINTS			TRY-ON SERVICE	RETURN RATE ¹		
	OWN	3 RD PARTY	OWN	3 RD PARTY	LOCKERS	AT THE DOOR & PICK-UP POINTS	2020	2021	FUTURE TREND
LATAM	✓	✓✓		✓			8%	9%	 Increase as delivery & return experience improves
CIS	✓✓	✓	✓✓	✓	✓	✓	2%	3%	 Lower rate with 88% of orders delivered with try-on
SEA	✓	✓✓		✓	✓		17%	14%	 Small increase due to recovery in “going out” categories
ANZ		✓✓		✓			24%	23%	

Note: Two checkmarks indicate where more order volume takes place.

(1) Return rate calculated on NMV. Excludes item rejections which were 1% in LATAM, 67% in CIS, 1% in SEA and 0% in ANZ in 2020 and 2021.

MULTIPLE BUSINESS MODELS TAILORED TO BRANDS' NEEDS



PLATFORM SERVICES DRIVE STRONGER BRAND RELATIONSHIPS

MARKETPLACE

BRAND.COM

GFG'S PLATFORM SERVICES

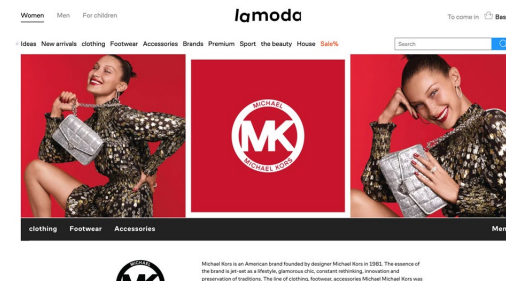
BENEFITS

OPERATIONS BY GFG



- End-to-end fulfilment services
- Extending our operational advantage to brands

MARKETING BY GFG

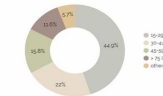


- Bespoke 360° marketing services
- Enabling brands to increase reach and identify new opportunities

DATA BY GFG

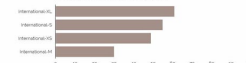
CARDIGANS & KNITWEAR

PRICE BAND SHARE (BY ORDERS)
Share of orders attributed to a specific price-band in the current month in the selected market.



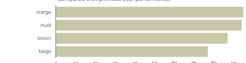
FASTEST GROWING SIZES

Fastest growing sizes in the current month and selected market, compared with previous year performance.



FASTEST GROWING COLOR FAMILIES

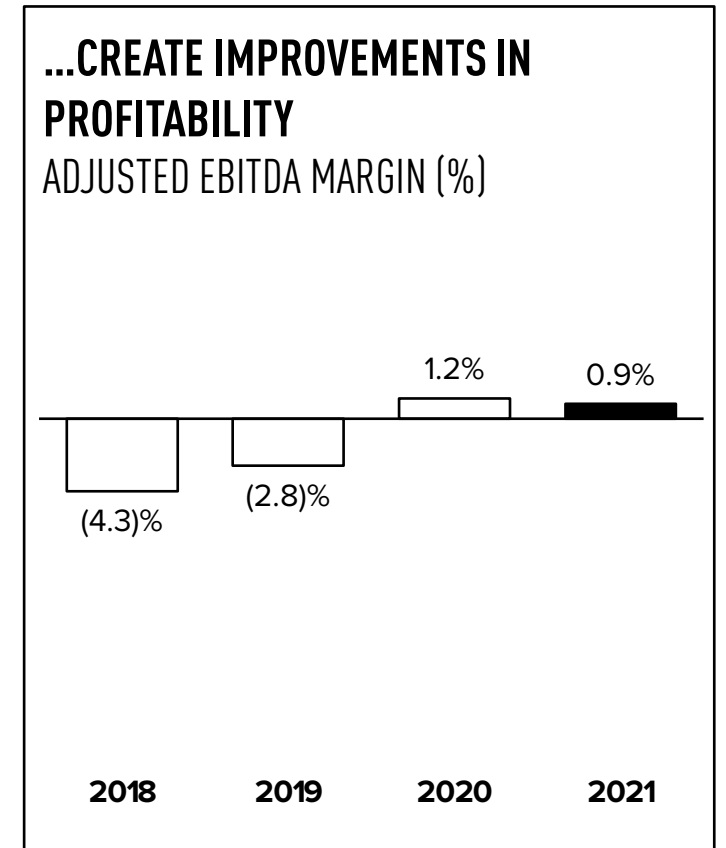
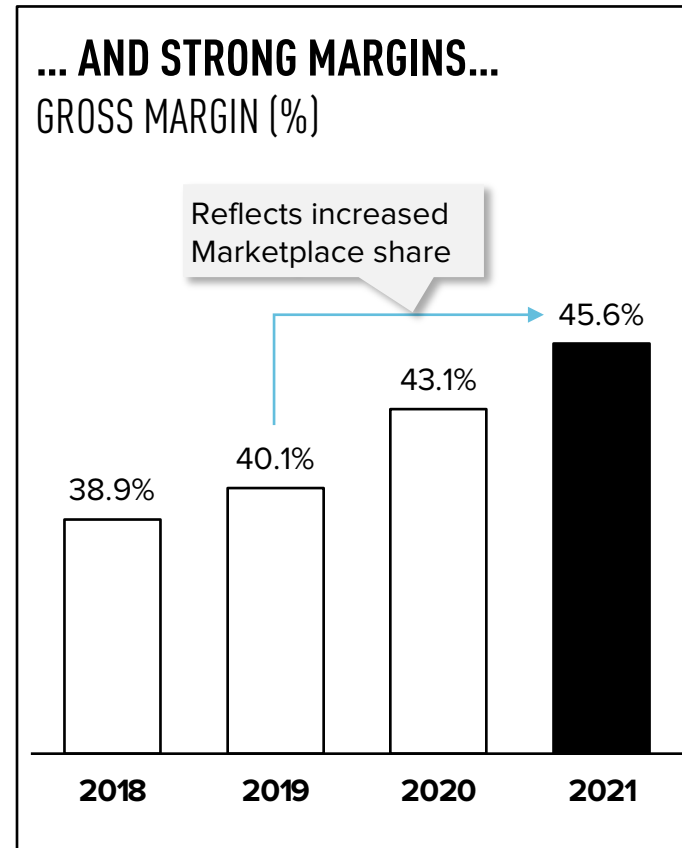
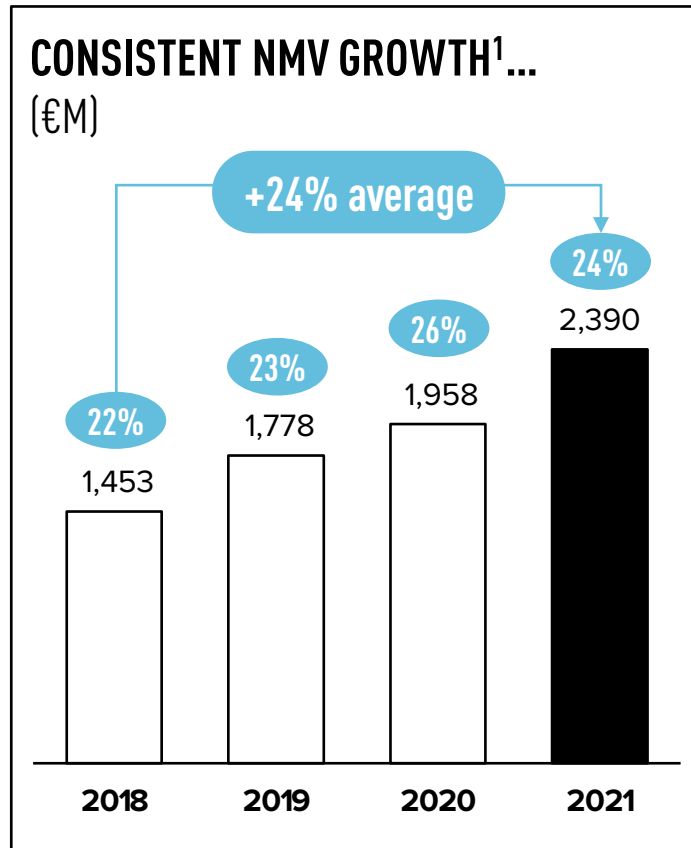
Fastest growing color families in the current month and selected market, compared with previous year performance.



- Data-rich, actionable insights
- Live in SEA (with further rollout to come)

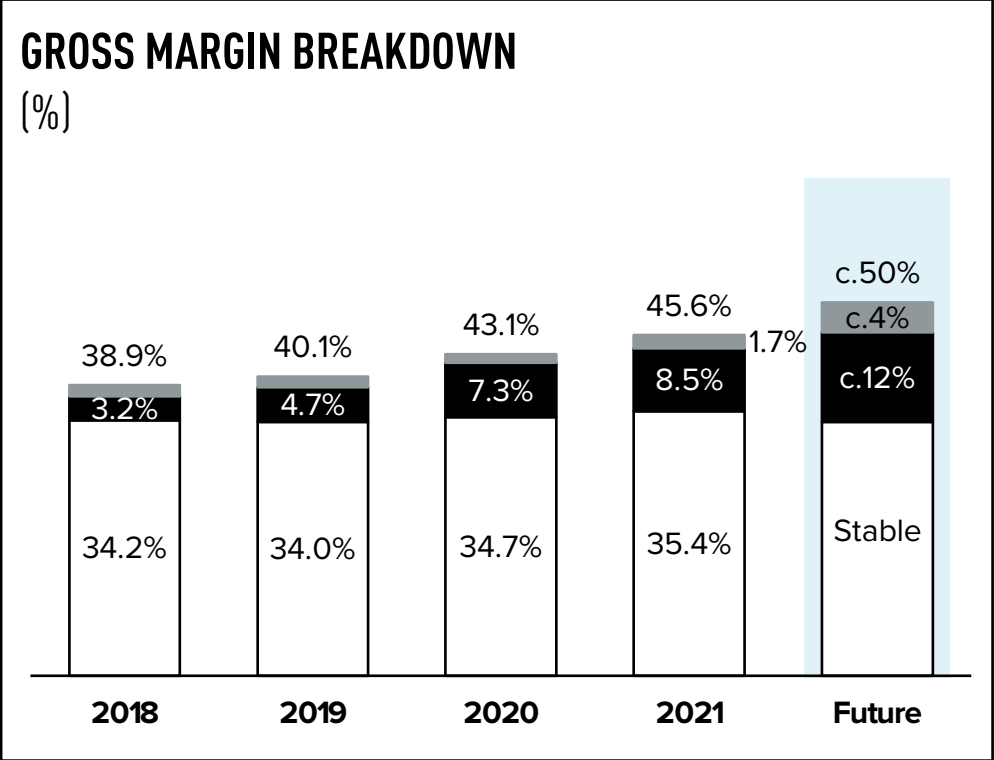
- Increase stickiness of our Global Fashion Platform, for brands and customers
- Create incremental revenue streams
- Margin enhancing for both brands and GFG
- Allows brands to focus on their core competencies

A TRACK RECORD OF SUSTAINABLE GROWTH



(1) Constant currency growth rate.

MARKETPLACE & PLATFORM SERVICES WILL DRIVE GROSS MARGIN TO C.50% OVER TIME



INCREASING MARGINS

PLATFORM SERVICES

High gross margin
Currently small at c.2% of Revenue

5-10% of revenue

MARKETPLACE

Further gains planned
30bps margin accretion per 1% NMV share

c.50% of NMV

RETAIL

Strong retail discipline = stable margins excluding regional mix

Stable with some upside

6-8 YEARS

A CLEAR FINANCIAL STRATEGY TO PROFITABLE GROWTH



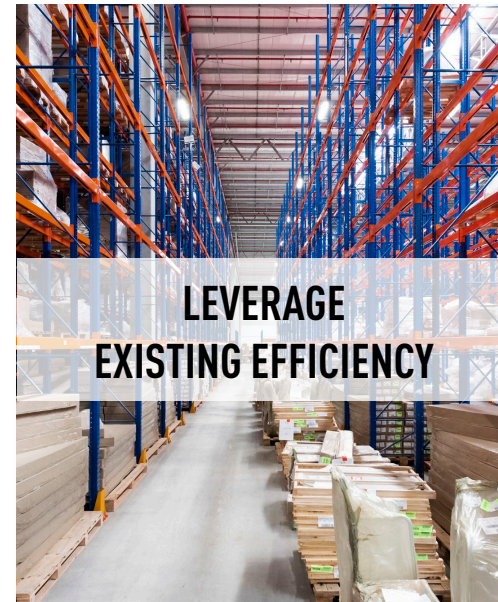
**BUILD & DEVELOP A
VALUABLE CUSTOMER ASSET**

Focus on disciplined customer acquisition and developing those customer relationships



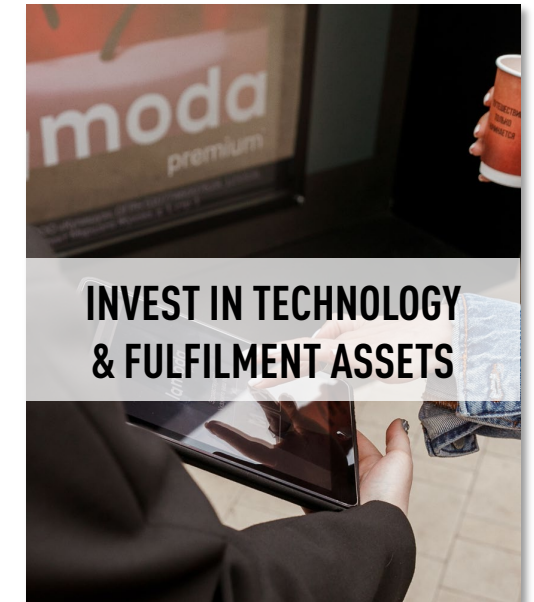
**IMPROVE
GROSS MARGINS**

Development of Retail, Marketplace & Platform Services



**LEVERAGE
EXISTING EFFICIENCY**

Delivering scale benefits from our overhead footprint and infrastructure as we grow



**INVEST IN TECHNOLOGY
& FULFILMENT ASSETS**

Drive the flywheel and continue to innovate

LONG TERM TARGETS SUPPORTED BY MARKETPLACE & SERVICES

	2021	IN 6-8 YEARS	
NMV	€2.4bn	c.€10bn	<ul style="list-style-type: none"> Building a €10bn NMV business
NMV GROWTH (CCY)	24%	25%+	<ul style="list-style-type: none"> €10bn in 6-8 years equates to an NMV CAGR range of 20-27%
MARKETPLACE SHARE	38%	c.50%	<ul style="list-style-type: none"> Marketplace approaching 50% of NMV. Platform Services develop to 5-10% of Revenue
GROSS MARGIN	46%	c.50%	<ul style="list-style-type: none"> Ongoing growth in gross margin enabled by Marketplace and Platform Services
ADJUSTED EBITDA MARGIN	1%	10%+	

(1) In a normal year, without major fulfilment centre expansion.

THE #1 FASHION & LIFESTYLE DESTINATION IN GROWTH MARKETS

Large and growing fashion & lifestyle market with increasing online penetration in our markets

Consistent growth due to a best-in-class customer experience and a dynamic, local approach for our brands

Strong market position and a market leader in people and planet positive initiatives

A clear financial strategy to profitable growth with multiple organic and inorganic levers

GFG GLOBAL
FASHION
GROUP



#1 FASHION AND LIFESTYLE DESTINATION IN GROWTH MARKETS

Q421 RESULTS PRESENTATION

8 March 2022



FY 2021: DELIVERED 24% NMV GROWTH AND POSITIVE ADJ. EBITDA

€2,390m
NMV
+23.9% yoy¹

45.6%
GROSS PROFIT MARGIN
+2.5pt yoy

+0.9%
ADJ. EBITDA MARGIN
-0.3ppt yoy

17.0m
ACTIVE CUSTOMERS
+4.5% yoy

47.8m
ORDERS
+13.8% yoy

2.8
ORDER FREQUENCY
+8.8% yoy

Note: KPI definitions are included in the Appendix.
(1) Constant currency growth rate.

COVID IMPACTS Q4

DEMAND IMPACT

- Singles Day, Black Friday and other event-based demand suppressed
- Restrictions in Indonesia, Philippines and Russia

COST IMPACT

- ANZ had additional COVID related operational costs
- Increased discounting and marketing spend

SECOND ORDER COVID IMPACTS

- LATAM: Continuation of high inflation and unemployment weakening consumer sentiment



Q4 2021: IMPROVING GROSS MARGIN AND KEY CUSTOMER KPIS

€758m
NMV
+19.8% yoy¹

46.0%
GROSS PROFIT MARGIN
+2.0ppt yoy

+4.3%
ADJ. EBITDA MARGIN
-0.3ppt yoy

17.0m
ACTIVE CUSTOMERS
+4.5% yoy

13.6m
ORDERS
+2.2% yoy

2.8
ORDER FREQUENCY
+8.8% yoy

Note: KPI definitions are included in the Appendix.
(1) Constant currency growth rate.

Q4 BUSINESS UPDATE

A woman with blonde curly hair and red lipstick is wearing a shimmering, sequined orange and gold dress. She is smiling and looking towards the camera. The background is a dark, dimly lit fashion event with blue and red spotlights and blurred figures of people.

DELIVERING AGAINST OUR KEY PRIORITIES



- Broad and relevant assortment
- Inspiring and seamless digital experience
- Fast & convenient delivery



- Unlocking complex markets
- Offering flexible business models
- Unrivalled platform services



- Transforming our operations
- Influencing the fashion ecosystem
- Positive contribution to communities

INVESTING IN THE LATAM OPPORTUNITY

RECENT CHALLENGES

- Second order impacts from COVID
- Expanded competitor set
- Elevated marketing investment and discounting
- Lower than Group average order frequency

THE OPPORTUNITY

LARGE AND ATTRACTIVE FASHION MARKET



- **330m** people
- **€95bn** fashion and lifestyle market¹
- **8%** online penetration¹
- Structural hurdles including sizing and delivery being addressed

ESTABLISHED MULTI-BRAND PLATFORM

dafiti

- Multi year pureplay track record
- **10.5%** online market share
- **7.8m** large active customer base
- Broad assortment of local and global brands

KEY INITIATIVES




- Increase **exclusivity and relevance** of the **assortment** in trend, premium, sport and accessories
- Improve ease and inspiration of discovery with **new front-end**
- Drive **marketing efficiency** across acquisition, retention and reactivation
- Ensure seamless **faster delivery** for more customers

(1) Source: 2021 Apparel & Footwear 2022 edition and Beauty & Personal Care, Personal Accessories and Eyewear 2021 edition. Fashion and lifestyle market size refers to the aggregation of Apparel and Footwear, Beauty and Personal Care, and Personal Accessories and Eyewear. Retail value RSP incl. Sales Tax, Fixed 2021 ex rates, Current Prices.

LOCALISED APPROACH DRIVING ROLLOUT OF LEADING BRANDS

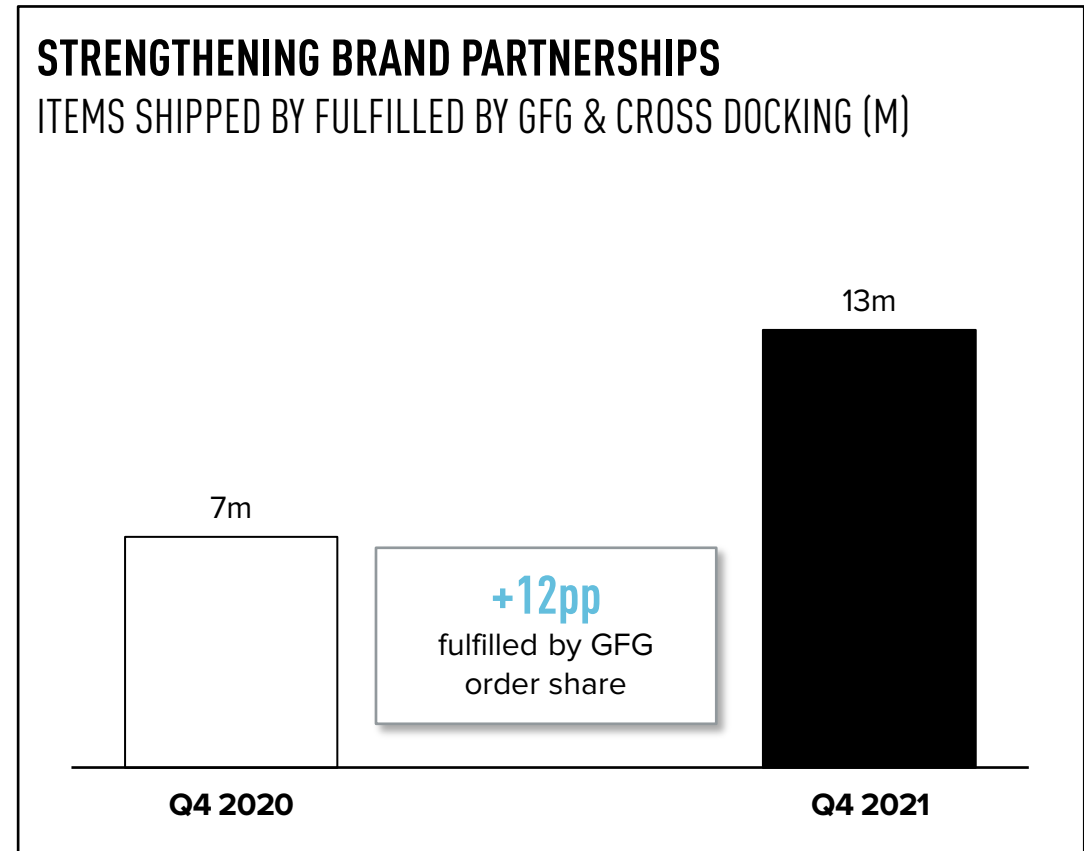
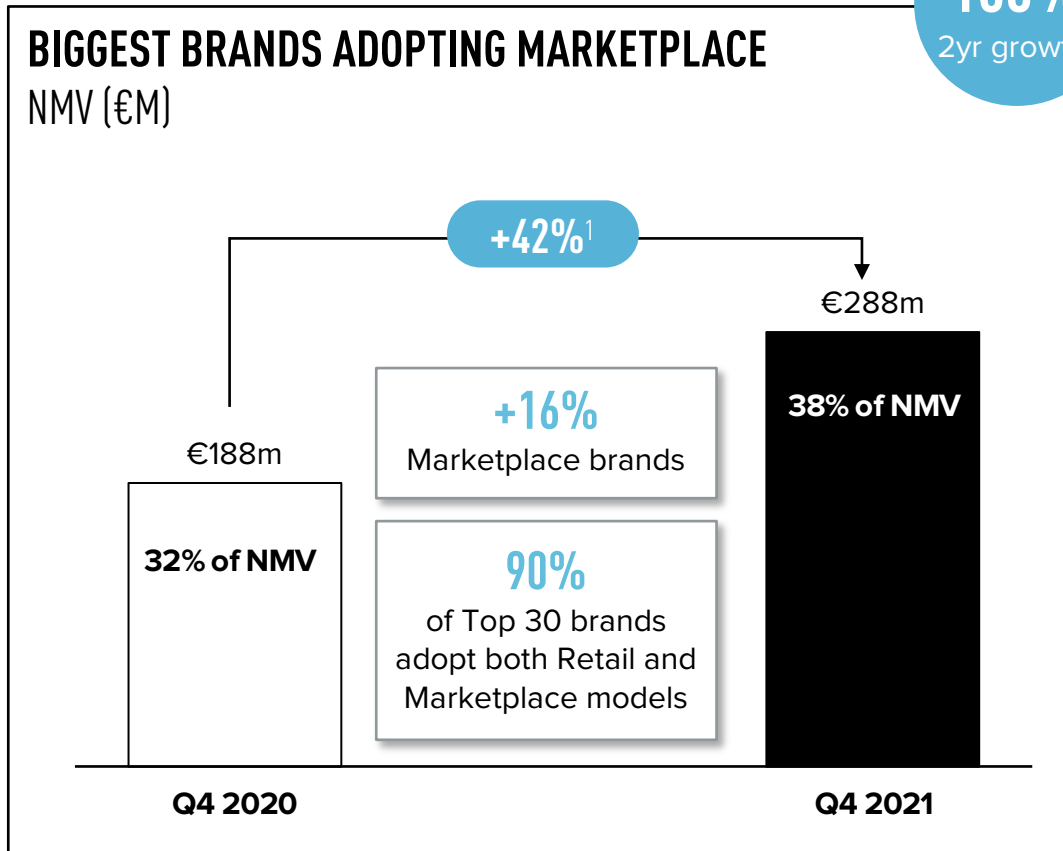
KEY LOCAL PARTNERSHIPS

EXTENDING LEADING GLOBAL BRAND PARTNERSHIPS

	KEY LOCAL PARTNERSHIPS		EXTENDING LEADING GLOBAL BRAND PARTNERSHIPS		
LATAM		Mattelsa	NEW girl ORDER	trendyol.com	
CIS	Lichi	TJ COLLECTION		MACKAGE	
SEA		harlan + holden	indya	speedo	
ANZ	S O F I A	ZULU & ZEPHYR	Calvin Klein home	Medik8 [®] BEAUTIFUL SKIN FOR LIFE	SLEEPER

MARKETPLACE CREATES BRAND PARTNERSHIP OPPORTUNITIES

168%
2yr growth¹



(1) Constant currency growth rate.

ENSURING OUR FUTURE IS PEOPLE & PLANET POSITIVE

TRANSFORMING OUR OPERATIONS



Science Based Targets
submitted Nov 21 awaiting validation

People and Planet Positive report
to be published 7 April

IMPROVING TRANSPARENCY



Ranked 7th
Fashion Transparency Index Brazil 2021

Ranking of Brazil's 50 biggest fashion brands
against social, environment practices and
impact disclosures

INFLUENCING THE FASHION ECOSYSTEM



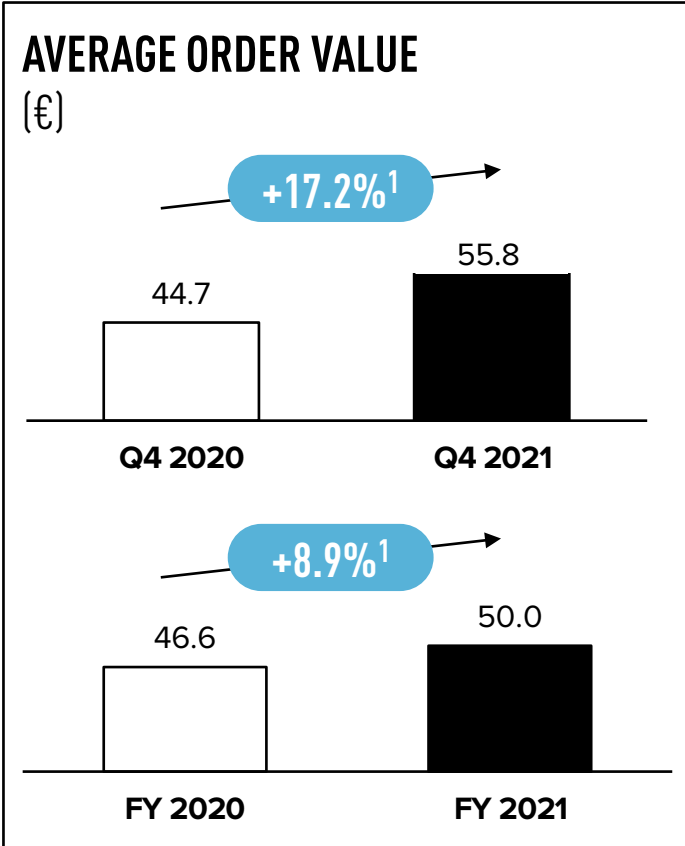
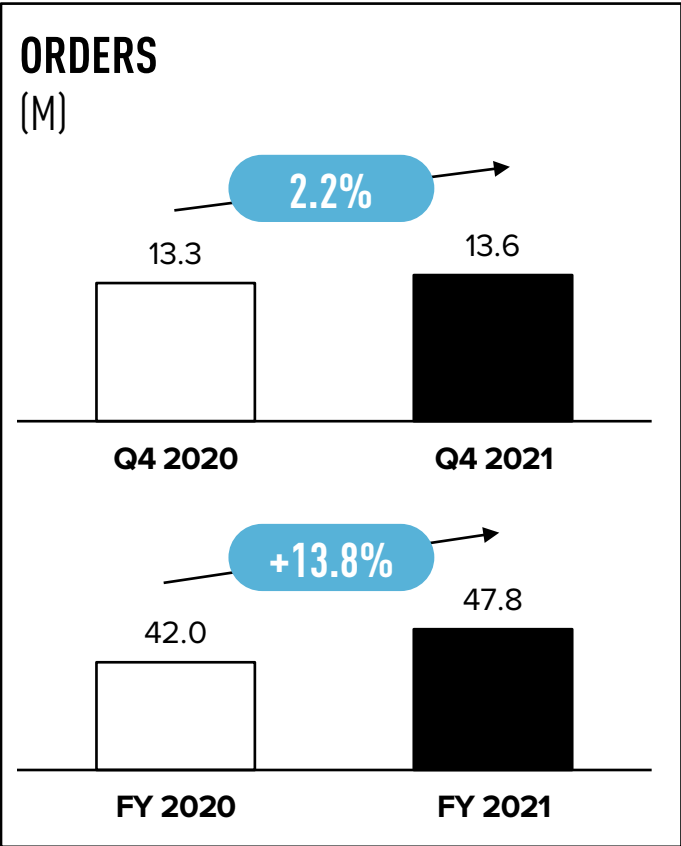
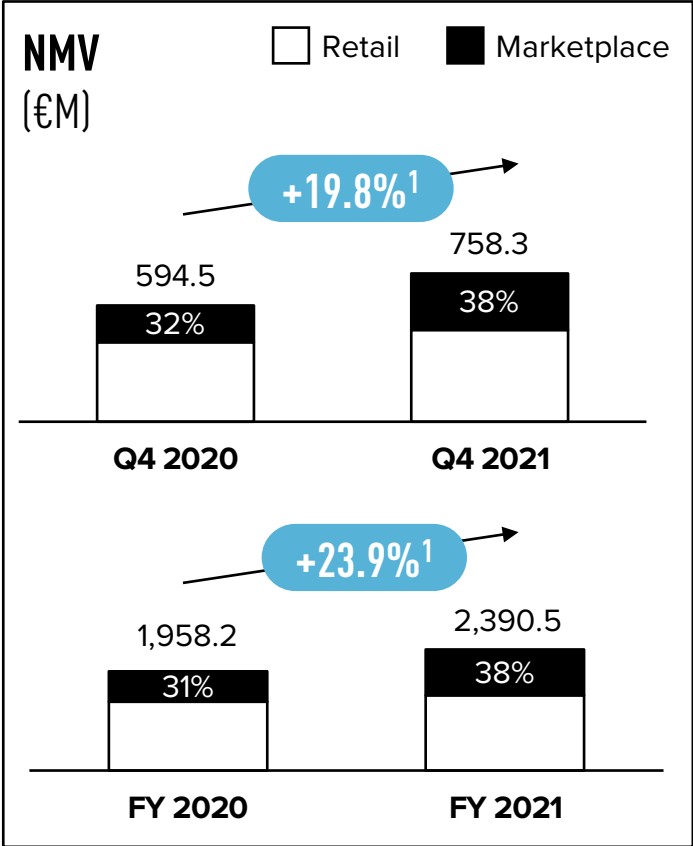
Joined Global Fashion Agenda
as a Strategic Partner

GFA is the leading non-profit for industry
collaboration on sustainability in fashion

KPIS

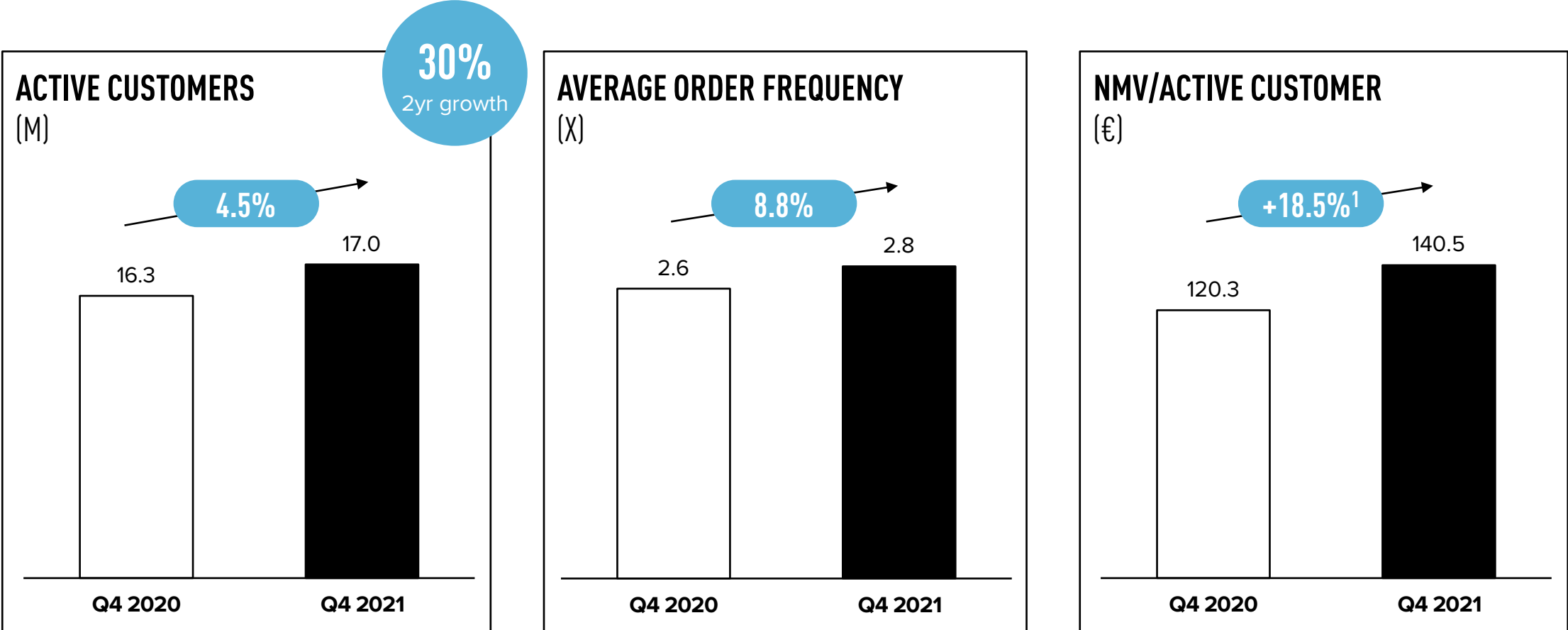


LARGER BASKET SIZES AND COUNTRY MIX DRIVE Q4 INCREASE IN AOV



Note: KPI definitions are included in the Appendix.
 (1) Constant currency growth rate. Bars are a graphical representation of values on a constant currency basis.

IMPROVEMENTS ACROSS ALL OUR CUSTOMER METRICS



Note: KPI definitions are included in the Appendix.

(1) Constant currency growth rate. Bars are a graphical representation of values on a constant currency basis.

GROUP DELIVERED STRONG 2-YEAR GROWTH OF 54%

	NMV (€M)				ACTIVE CUSTOMERS ² (M)			NMV/ACTIVE CUSTOMER ² (€)		
	Q4/20	Q4/21	Δ (%) ¹	2YRΔ (%) ¹	Q4/20	Q4/21	Δ (%)	Q4/20	Q4/21	Δ (%) ¹
GROUP	594.5	758.3	19.8	54.4	16.3	17.0	4.5	120.3	140.5	18.5
LATAM	160.1	165.8	(3.1)	26.8	7.7	7.8	0.4	74.3	75.0	3.5
CIS	197.6	284.7	31.8	72.5	3.6	3.6	0.9	191.8	238.4	29.5
SEA	115.2	125.3	5.8	41.1	3.3	3.6	10.5	103.6	111.6	9.4
ANZ	121.5	182.5	44.7	71.0	1.6	2.0	19.9	214.8	272.5	21.2

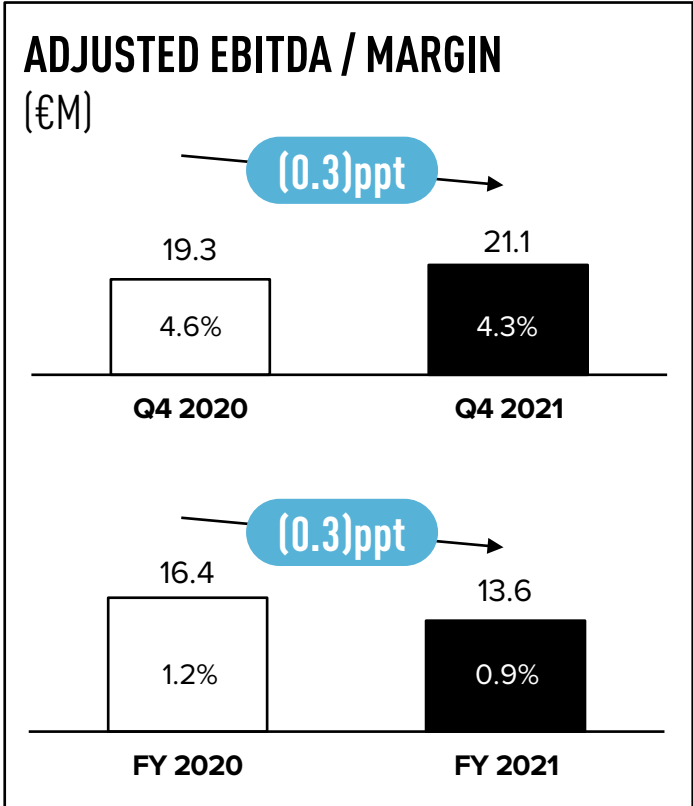
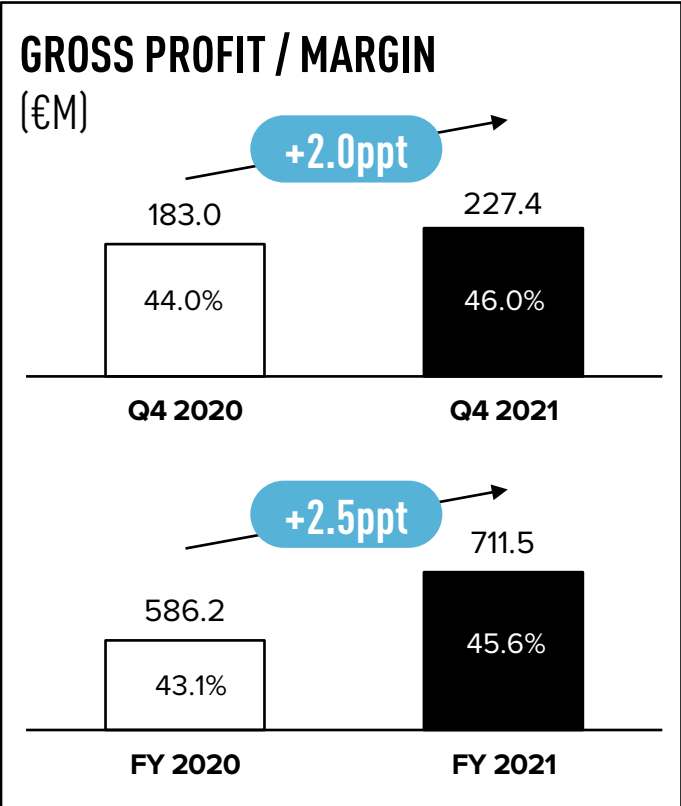
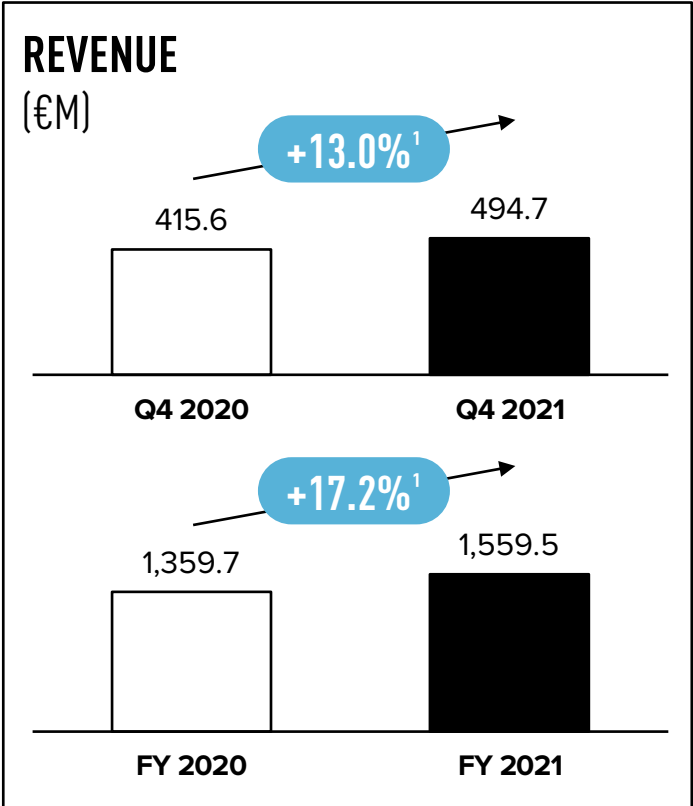
(1) Constant currency growth rate.

(2) Active Customers and NMV / Active Customer are rolling 12-month KPIs. The remaining KPIs relate to the quarter.

FINANCIALS



Q4 GROSS PROFIT IMPROVEMENT OFFSET BY ADDITIONAL COSTS



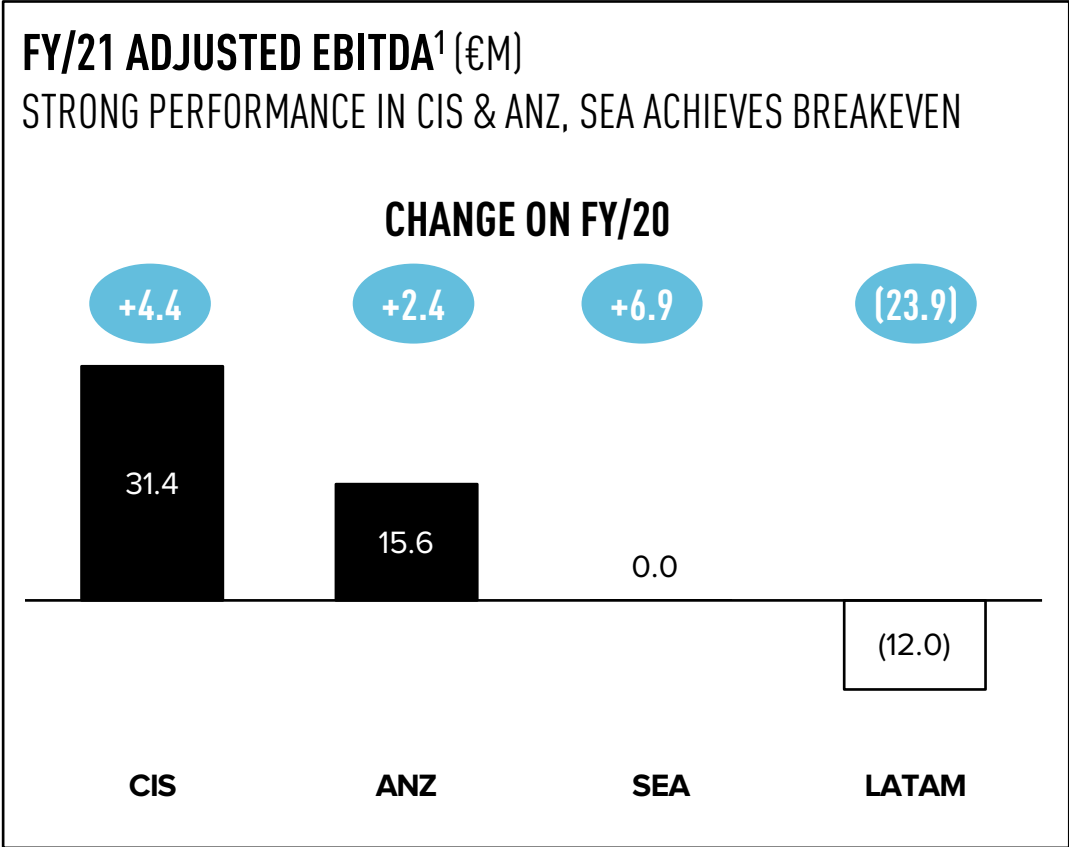
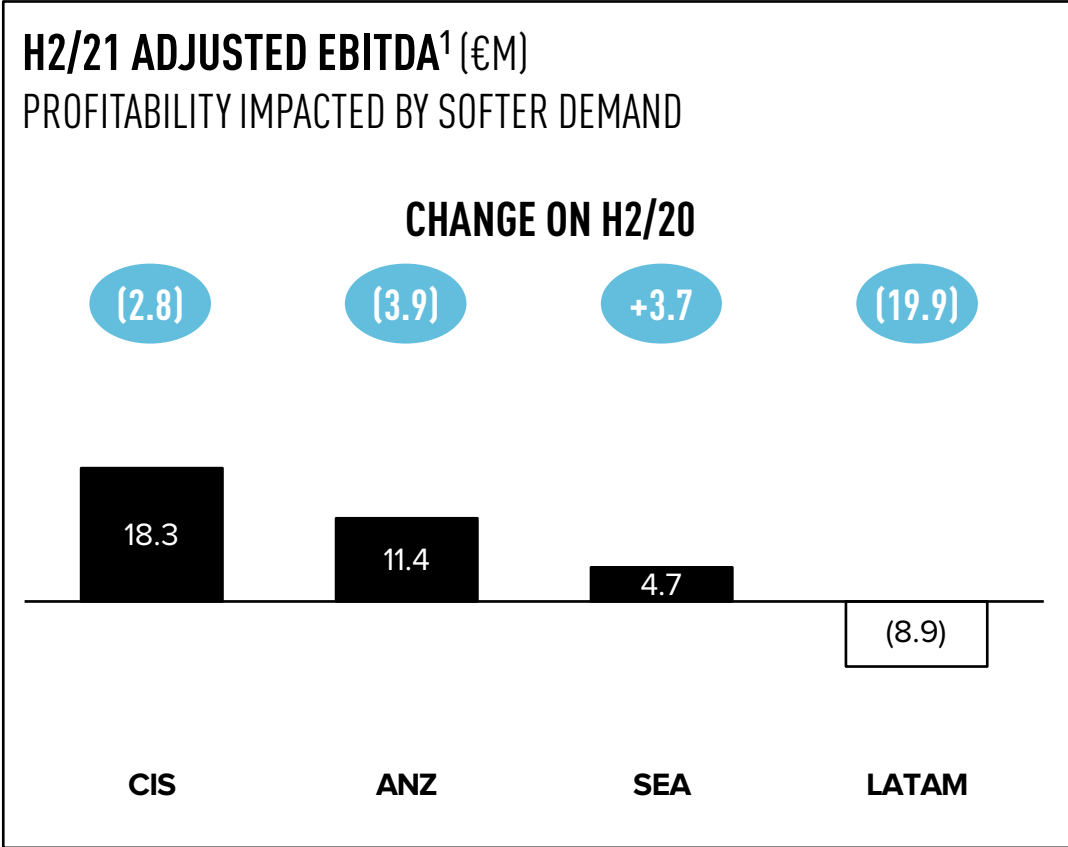
Note: KPI definitions are included in the Appendix.
 (1) Constant currency growth rate. Bars are a graphical representation of values on a constant currency basis.

HIGHER GROSS MARGIN FROM MARKETPLACE GROWTH AND STABLE RETAIL MARGIN

	REVENUE (€M)			GROSS MARGIN (%)		
	Q4/20	Q4/21	Δ (%) ¹	Q4/20	Q4/21	Δ (pp)
GROUP	415.6	494.7	13.0	44.0	46.0	2.0
LATAM	106.7	105.0	(5.3)	43.1	42.7	(0.4)
CIS	128.3	167.1	19.3	48.4	51.2	2.8
SEA	90.6	88.6	(4.8)	34.6	40.5	5.9
ANZ	90.0	134.0	43.2	49.3	45.6	(3.7)

(1) Constant currency growth rate.

PROFIT DYNAMICS SHIFTED BETWEEN H1 AND H2



(1) See Appendix for definition.

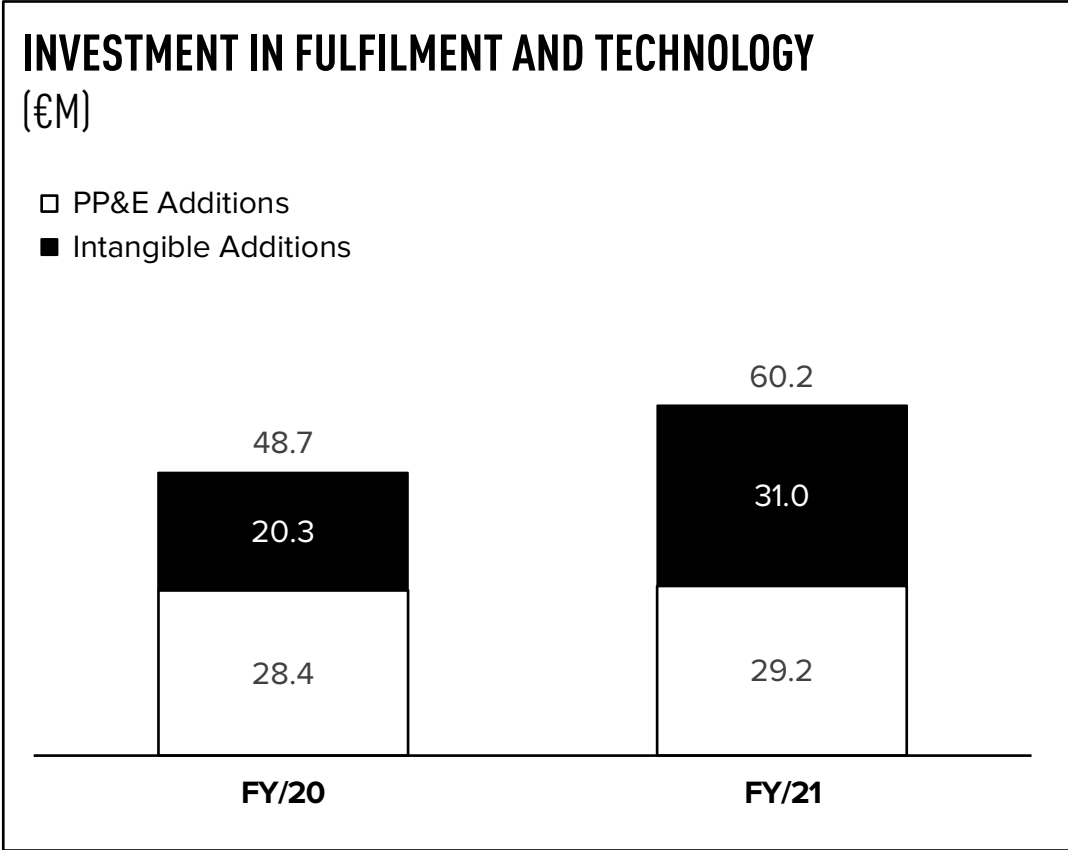
GROSS MARGIN GROWING, SCALE EFFICIENCIES BEING DELIVERED & MARKETING NORMALISED

		FY/18	FY/19	FY/20	FY/21	△ 18-21	
% REVENUE	GROSS PROFIT	38.9%	40.1%	43.1%	45.6%	6.7pp	Driven by growth in Marketplace share to 38% and improved retail margin
	ADJUSTED EBITDA ¹	(4.3%)	(2.8%)	1.2%	0.9%	5.2pp	Profitability achieved and maintained
% NMV	FULFILMENT COSTS ²	18.3%	18.3%	16.7%	16.3%	2.0pp	Scale efficiencies and increase in Marketplace participation
	MARKETING COSTS ²	7.8%	7.4%	6.2%	7.2%	0.6pp	Marketing investment normalised as planned
	TECH & ADMIN COSTS ²	10.9%	10.3%	9.2%	8.2%	2.7pp	Operating leverage in Admin, alongside tech investment

(1) See Appendix for definition.

(2) Excludes recurring and non-recurring costs including but not limited to share based payment charges, changes to estimates for prior year tax charges and changes in legal provisions and one-off costs.

INVESTING IN TECHNOLOGY AND DISCIPLINED CASH MANAGEMENT



PRO-FORMA CASH AND DEBT (€M)

	FY/20	FY/21
Pro-forma cash	372.4	642.5
Convertible bond	-	(375.0)
Third-party borrowings	(10.2)	(35.5)
Pro-forma cash net of debt	362.2	232.0

OUTLOOK



CURRENTLY UNABLE TO PROVIDE GUIDANCE FOR 2022

2021 NMV

LATAM, SEA & ANZ

€1,528m
c. 2/3 of Group

- Expect demand environment H2 2021 to continue into H1 2022 and progressively improve into H2 2022
- Execution of the LATAM investment plan

CIS

€862m
c. 1/3 of Group

- The elevated level of uncertainty in CIS on both future customer demand and potential operational constraints from sanctions in Russia

UPDATE ON CIS BUSINESS

OUR PEOPLE	<ul style="list-style-type: none">• Our priority is our colleagues across the region• Offices in affected areas are closed• Pledged an initial €1m to help our colleagues and for humanitarian aid
OPERATIONS	<ul style="list-style-type: none">• Ukraine contributed €12m NMV 2021• Key infrastructure including our platform, last mile delivery, technology and payments are operational• Localised operations with c.9000 employees across the region• Strong inventory balance – Retail inventory balance of c.€85m and 5m+ Marketplace items in our Moscow FC (as of the end of Feb)• Products representing c.80% of FY2021 NMV were sourced inside CIS for our Retail and Marketplace sales and c.20% was purchased in the EU and imported by GFG for our Retail model
BANKING OPERATIONS	<ul style="list-style-type: none">• Small portion of cash in CIS in a mix of currencies• €643m total group proforma cash held predominately in central treasury with local currency working capital balances• Global banking relationships to manage overall liquidity
FUTURE UNKNOWNNS	<ul style="list-style-type: none">• Our business in CIS is likely to be impacted indirectly by sanctions and their effect on the Russian economy• We are unable to provide certainty that continued developments will not have a material impact on our business

Q&A

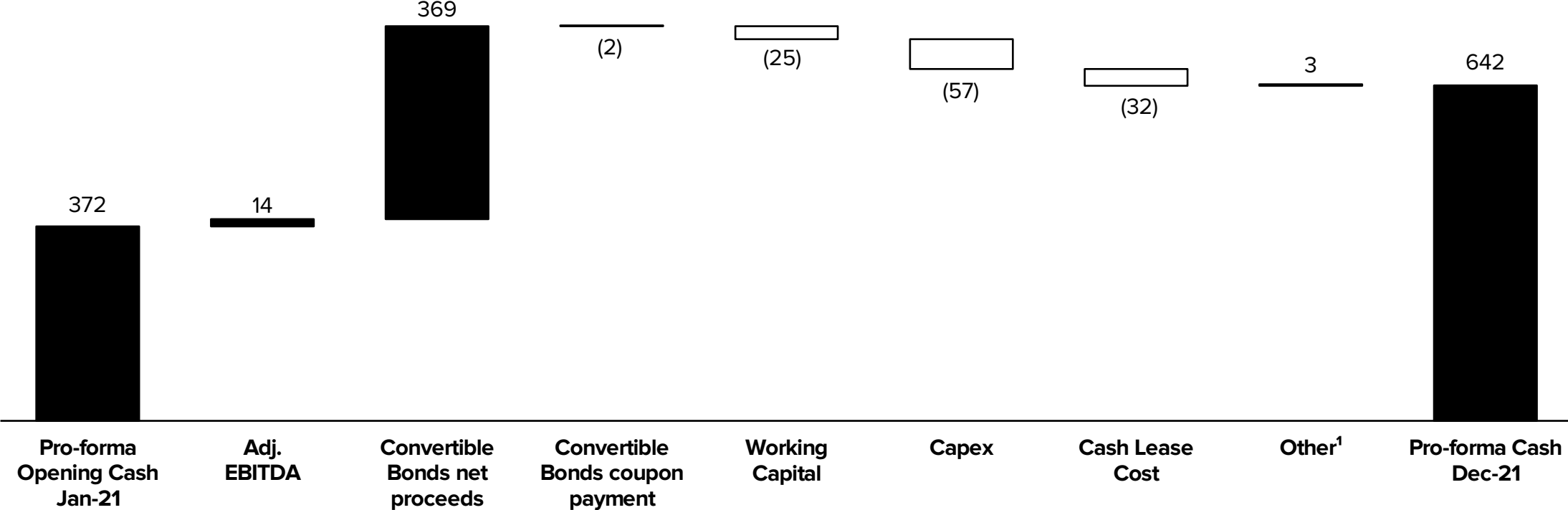


APPENDIX

A woman with blonde hair, wearing a shimmering, sequined dress, stands in a dark room. She is looking towards the camera. The room is illuminated by several vertical, glowing orange light beams that create a dramatic, high-contrast atmosphere. The word 'APPENDIX' is overlaid in large, white, bold, sans-serif capital letters in the top left corner.

STRONG YEAR-END CASH

(€M)



(1) Includes: Movement in provisions, net proceeds from borrowings, finance costs and FX.

FX SENSITIVITY

CURRENCY	Δ Q421 vs. Q420 (%)	NMV IMPACT (€M)	REVENUE IMPACT (€M)	ADJ. EBITDA IMPACT (€M)
RUB	9.3%	24.3	13.4	0.9
BRL	0.5%	0.5	0.3	(0.1)
OTHER	3.4%	2.7	3.9	0.7
IMPACT ON Q4/21 AT Q4/20 FX RATES	6.9%	27.5	17.6	1.5

CURRENCY	Δ FY/21 vs. FY/20 YTD (%)	NMV IMPACT (€M)	REVENUE IMPACT (€M)	ADJ. EBITDA IMPACT (€M)
RUB	(4.0)%	(34.6)	(20.8)	(0.0)
BRL	(6.9)%	(27.0)	(17.6)	2.1
OTHER	(0.4)%	(12.0)	(2.3)	1.4
IMPACT ON FY/21 AT FY/20 FX RATES	(2.0)%	(73.6)	(40.6)	3.5

ADJUSTED EBITDA RECONCILIATION

(€M)	FY/20	FY/21
Adjusted EBITDA	16.4	13.6
Share-based payment expenses	(14.9)	(22.1)
Impairment of goodwill	-	(22.1)
One-off costs ¹	-	(3.3)
EBITDA	1.5	(33.9)
Depreciation and amortisation	(66.3)	(70.8)
Loss before interest and tax (EBIT)	(64.8)	(104.7)
Result from investments in associates	(0.1)	-
Net finance costs ²	(44.2)	(32.8)
Result from indexation of hyperinflation	1.2	3.2
Loss before tax	(107.9)	(134.3)
Income taxes	(4.5)	9.5
Loss for the year	(112.4)	(124.8)

(1) One-off costs related to Group recharges, changes to estimates for prior year tax, fulfilment centre closure costs and continuity incentives, and change in legal provisions and project costs.

(2) Includes €31m of interest expenses.

ISSUED SHARE CAPITAL

SHARE INFORMATION

Type of Share	Common shares in dematerialised form with a nominal value of €0.01
Stock Exchange	Frankfurt Stock Exchange
Market Segment	Regulated Market (Prime Standard)
Shares Outstanding (Excluding own shares held by the Company)¹	220,292,912

EMPLOYEE SHARE OPTION PROGRAMME

Weighted average exercise price (€)	Outstanding call options ²
0.01	183,468
6.00	2,648,218
10.32	3,190,934
30.87	212,111
Total	6,234,731

LONG-TERM INCENTIVE PLAN³

Total awards at 31-Dec-21	6,133,402
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(1) Based on 217,292,912 shares in issue, less 288,628 shares held in treasury or in trust for GFG. Issued share capital as at 31 December 2021. The total issued share capital as at the date of this results announcement is 220,292,912 following the issuance of 3,000,000 shares on 3 February 2022.

(2) Based on number of employee stock options outstanding as of 31 December 2021, assuming all awards are settled via issuance of GFG shares.

(3) A maximum of 19,283,529 shares are expected to be awarded under the Long-Term Incentive Plan, in the first three years in which the plan operates, of which **3,442,400** have already been issued.

CONVERTIBLE BOND 2021

PRICING TERMS

Issue Size	€375 million
Status	Senior Unsecured
Maturity	7 Years
Issuer Call	After Year 4 at 130% Trigger
Reference Share Price	€12.60
Denomination	€100,000 per bond (“Principal Amount”)
Issue Price	100% of the Principal Amount
Redemption Price	100% of the Principal Amount
Yield to Maturity	1.25%
Coupon	1.25%
Conversion Premium	42.5%
Conversion Price	€17.9550
Underlying Shares (m) ¹	20,885,547
Underlying Shares (% ISC) ²	9.48%

(1) This number assumes no adjustments are made to the conversion price based on the terms and conditions of the bond. The maximum potential shares to be issued is approximately 29,761,905 shares.

(2) Issued share capital at the date of the Q4 results announcement.

KPI DEFINITIONS

ACTIVE CUSTOMERS

Active Customers is defined as the number of customers who have purchased at least one item after cancellations, rejections and returns in the last twelve months

ADJUSTED EBITDA

Adjusted EBITDA is EBITDA adjusted for share-based payments, impairment of goodwill, Group recharges, changes to estimates for prior year tax, fulfilment centre closure costs and continuity incentives, and changes in legal provisions and project costs

AVERAGE ORDER VALUE

Average order value is defined as the Net Merchandise Value (“NMV”) per order

NET MERCHANDISE VALUE

NMV is defined as the value of goods sold including value-added tax (“VAT”)/goods and services tax (“GST”) and delivery fees, after actual or provisioned rejections and returns

ORDERS

Orders are defined as the number of orders placed by customers after cancellations, rejections and returns

ORDER FREQUENCY

Order frequency is defined as the average number of orders per customer per year (calculated as the last twelve months' orders divided by active customers)

FINANCIAL CALENDAR – UPCOMING EVENTS

DATE	EVENT	LOCATION
16 March 2022	JPM Virtual Pan-European Small/Mid-Cap CEO Conference	Virtual
24 March 2022	GS The Connected Consumer Conference	
30 March 2022	Jefferies Pan-European Mid-Cap Conference	Virtual
7 April 2022	People and Planet Positive Report	-
16 May 2022	Q1 Results 2022	Virtual
17 May 2022	BAML Consumer E-Commerce Virtual Field Trip	Virtual
15 June 2022	Annual General Meeting	Luxemburg

DISCLAIMER



Certain statements included in this document are forward-looking statements. Forward-looking statements can typically be identified by the use of words such as “expects”, “may”, “will”, “could”, “should”, “intends”, “plans”, “predicts”, “envisages” or “anticipates” or other words of similar meaning. These forward-looking statements are based upon current expectations and assumptions regarding anticipated developments and other factors affecting the Global Fashion Group S.A. (“GFG”) and its group (the “GFG Group”). They are not historical or current facts, nor are they guarantees of future performance.

By their nature, forward-looking statements involve a number of risks, uncertainties and assumptions that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements. These risks, uncertainties and assumptions could adversely affect the outcome and financial effects of the plans and events described in this document. These forward-looking statements speak only as of the date of this announcement. Except as required by any applicable law or regulation, the GFG Group expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained in this document to reflect any change in the GFG Group’s expectations with regard thereto or any change in events, conditions or circumstances on which any such forward-looking statement is based. Neither GFG nor any other person accepts any responsibility for the accuracy of the opinions expressed in this document or the underlying assumptions.