

## **LIGHTINTHEBOX HOLDING CO., LTD.**

### **STATEMENT ON COMPLIANCE WITH HOME COUNTRY PRACTICE**

LightInTheBox Holding Co., Ltd. is a “foreign private issuer” (as such term is defined in Rule 3b-4 under the Exchange Act), and our ADSs, each representing two ordinary shares, are listed on the New York Stock Exchange. Under Section 303A of the New York Stock Exchange Listed Company Manual, or the NYSE Manual, New York Stock Exchange listed companies that are foreign private issuers are permitted to follow home country practice in lieu of the corporate governance provisions specified by the New York Stock Exchange with limited exceptions. The following summarizes some significant ways in which our corporate governance practices differ from those followed by domestic companies under the listing standards of the New York Stock Exchange.

According to the NYSE Manual, U.S. domestic listed companies are required to have a compensation committee and a nominating/corporate governance committee, each composed entirely of independent directors, which are not required under the Companies Law of the Cayman Islands, our home country. Currently, our compensation committee is composed of three members, only two of whom are independent directors. Our corporate governance and nominating committee is composed of three members, only two of whom are independent directors. The NYSE Manual also requires U.S. domestic listed companies to regularly hold executive sessions for non-management directors, or an executive session that only includes independent directors at least once a year. We are not subject to this requirement under Cayman Islands law and have decided to follow our home country practice on this matter. Similarly, we have also elected to follow Cayman Islands practice with respect to the issuance of new ordinary shares above the 20% threshold as specified in Section 312.03(c) of the NYSE Manual. In addition, the NYSE Manual requires shareholder approval for certain matters, such as requiring that shareholders must be given the opportunity to vote on all equity compensation plans and material revisions to those plans, which is not required under Cayman Islands law. We intend to follow home country practice in determining whether shareholder approval is required.