TORRID



Employee Stock Purchase Plan Highlights

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This summary highlights some of the features of the Torrid Holdings Inc. 2021 Employee Stock Purchase Plan (the"ESPP"). It is not meant to be a complete description of the ESPP. In the event of a conflict betweenthe provisions in this summary and the ESPP, the ESPP will govern. While the company intends to continue the benefits described in this summary, it reserves the right to change or terminate the ESPP at its' sole discretion. We encourage you to refer to the full ESPP document for greater detail.

Employee Stock Purchase Plan – An Overview

The Torrid Holdings Inc. 2021 Employee Stock Purchase Plan (the "ESPP") is a benefit program that allows you to buy shares of Torrid stock at a discount of 15% (as detailed more fully below) with funds you contribute through after-tax payroll deductions. Owning Torrid stock allows you to participate in the financial performance of the company.

Participation in the ESPP is entirely voluntary. Stock ownership has certain risks and may not be a wise investment for you. Please consult a financial advisor to ensure that participating in the ESPP is appropriate for your individual situation and investment risk profile.

Understanding How the ESPP Works

Employee's who are actively employed or on an approved leave of absence with a minimum of 6 months of service will be eligible to sign up for payroll deductions during the enrollment window for an offering period.

During the enrollment window, you may elect to have a percentage of your pay deducted each pay period. You can contribute between 1 percent and 15 percent of your eligible earnings (includes earnings associated with "work performed" such as base pay, over time, double time, meeting pay, travel pay, etc.) toward the purchase of Torrid stock as long as your contributions do not result in the purchase of more than 1,000 shares each offering period or $25,000 worth of stock per calendar year (as determined by the market price of Torrid stock at the beginning of each offering period). Please refer to the ESPP Plan document for additional information.

Contributions are deducted from your pay on an after-tax basis. Your deductions will accumulate, without interest, until the end of the offering period.

At the end of the offering period, Torrid purchases, on your behalf, the largest number of whole shares of Torrid stock that can be purchased using your accumulated contributions. Any balance that is remaining from your contributions after each purchase is carried forward into the next offering period, unless you are no longer eligible to participate in the ESPP, you have reached the applicable contribution limit, or you have elected to withdraw from the ESPP. Any balance not carried forward will be refunded as soon as administratively practicable.

The purchase price of your shares will be 85 percent of the lower of:

- The closing price of Torrid stock on the offering date (i.e. the first trading day of the offering period), and
- The closing price of Torrid stock on the purchase date (i.e. the last trading day of the offering period).

Canadian employees that choose to participate in the ESPP will bear the risk associated with monetary exchange rates. Torrid cannot guarantee the exchange rate that may be in effect when Canadian payroll deductions are converted to US dollars for the purposes of the stock purchase.

The following chart illustrates how the purchase price of your stock will be determined for the current offering period:

How To Determine Your Purchase Price Per Share	
Closing Price in US dollars on January 1, 2023	$4.00
Closing Price in US dollars on June 30, 2023	$5.00
Your Purchase Price in US dollars	$3.40 *($4.00 X 85%)*

The stock price and purchase price used in this example are for illustration purposes only. Future share values cannot be predicted and depends on many factors such as company performance and the economic environment.

Shares of Torrid stock purchased on your behalf are credited to your ESPP account. This account is a special brokerage account that is setup in your name with E*TRADE for ESPP shares only. The stock account is established when your initial shares of Torrid stock are purchased, not when your contributions begin/deducted from your base pay in your paycheck. You have full ownership rights to all the shares of stock held in your E*TRADE ESPP account.

You must be employed on the last trading date of the offering period for Torrid stock to be purchased on your behalf for the ESPP.

Insider Trading Policy and Blackout Period

As a Torrid employee and in accordance with the Insider Trading Policy, you many not enroll in the ESPP when the company is in a blackout period. In addition, you may not enroll at anytime when you are in possession of material nonpublic information about the company.

Similarly, you may not sell your shares when the company is in a blackout period or at anytime when you are in possession of material nonpublic information.

For more information about the Insider Trading Policy, please contact the Torrid Legal Department via e-mail at TorridLegal@torrid.com or Bridgett Zeterberg, Chief Human Resource Officer/Chief Legal Officer at 626-322-1977.

Note that once you have enrolled in the ESPP and established your contribution, the Insider Trading Policy does *not* apply to the automatic contributions you have elected to make to the ESPP. This means that contributions you have already set up in advance can still be made even if the company is in a blackout period or you are otherwise in possession of material nonpublic information.

Enrolling in the ESPP

Employees can enroll in the ESPP for an offering period as follows:

Eligible ESPP employees with an active Torrid E*TRADE account:

- Log into www.etrade.com
- Under "Stock Plan" go to "My Account" then "Plan Elections"
- Select "ESPP Enrollment", located toward the bottom of the page
- Go to the "Active Offering Period" with "Enrollment Period 12/5/2022 – 12/16/2022"
- Select "Enroll" if you are not currently enrolled and make an election contribution percentage (1% to 15% in whole percentages only). If you are already enrolled and would like to change your contribution percentage, select "Change Enrollment"
- Open and read all ESPP related documents (all documents must be opened before enrollment can be completed)
- Click "Continue"
- Confirm your changes, then click "Submit"

Eligible employees without a Torrid E*TRADE account Username/Password:

- Log into www.etrade.com/enroll
- Use the right side of the enrollment page and follow the instructions
- Enter Torrid's ticker symbol CURV
- Enter last name
- Select "Employee ID" and use your Employee ID
- Select "Continue"
- Open and read all ESPP related documents (all documents must be opened before enrollment can be completed)
- Complete the enrollment

Once you enroll in the ESPP, your enrollment and contributions rate remain in effect until you either elect to change your contributions, withdraw from ESPP participation, or no longer are eligible to participate. You do not need to re-enroll in the ESPP for future offering periods as long as you continue to meet the eligibility criteria.

Future Enrollment Windows/Offering Periods

The company expects to have two enrollment windows and offering periods each year:

- An enrollment window will be in December for a January through June offering period
- An enrollment window will be in June for a July through December offering period.

Changing Your Payroll Contributions

You may make one change during each offering period to either increase or decrease your payroll contribution by making the election within your E*TRADE account.

Withdrawing From the ESPP and Requesting a Refund of Your Payroll Contributions

You may elect to stop your contributions and withdraw from the ESPP and request a refund of all payroll deductions that have taken place for the current offering period. However, you must provide your request to do so at least 30 days prior to the end of the offering period.

To withdraw from the ESPP and request a refund of your payroll contributions for the current offering period, choose the "Withdraw" option in your elections within your E*TRADE account.

Once you have selected the "Withdraw" options, the change will be applied to your payroll deduction. The contributions deducted during the current offering period will be refunded to you in your paycheck, without interest, as soon as administratively feasible.

If you discontinue your contributions during the offering period, you cannot re-enroll during the same offering period. You must wait until the next offering period enrollment window to re-enroll in the ESPP.

Effects of a Change in Your Employment Status on your ESPP Participation

Leave of Absence

As long as you are receiving eligible earnings/pay from Torrid while on LOA, your ESPP contributions will be deducted from your bi-weekly pay. If you are not receiving any pay, or any eligible pay, from Torrid, then no deduction will be made, however, your ESPP election will remain effective during the offering period. Upon your return to work and receipt of eligible bi-weekly earnings/pay, your ESPP deductions will resume.

Termination

If you terminate employment and were participating in the ESPP, you can:

- Continue to keep your stock in your ESPP account with E*Trade, or
- Transfer your stock to another broker, or
- Sell some or all your shares of stock.

If you terminate employment before the last trading day of an offering period, the contributions deducted from your pay during that offering period will be refunded to you in your paycheck, without interest, as soon as administratively possible.

Death

If you die and have a stock account with E*TRADE, your estate representative should contact E*TRADE customer service for special assistance.

The contributions deducted from your pay during an offering period will be refunded to your estate, withoutinterest, as soon as administratively feasible.

Managing Your Stock Account

After the close of each offering period, the shares purchased on your behalf will be deposited into your E*TRADE account. You will be able to access your account through the E*TRADE website or E*TRADE Customer Service.

Once your E*TRADE account is activated, you may access your account online to:

- Determine the value of your stock account,
- View any transaction history,
- Sell shares in your stock account, and
- Take advantage of service features that may be provided by E*TRADE.

Paying Dividends in the ESPP

While dividends are not guaranteed, if they are paid, you will receive dividends on any shares of Torrid stock that you own at the time the company declares a dividend payment on its outstanding shares of stock.

Additional information about dividend payments will be provided once your E*TRADE stock account is active.

Any dividends paid will be taxable to you in the year in which they are received, regardless of whether or not they are reinvested in Torrid stock.

Requesting a Distribution from Your ESPP Account

You will be able to request a total or partial distribution of your stock account. You will be able to access this option only after initial shares of stock have been purchased and deposited into your E*TRADE account.

Tax Implications of Investing in the ESPP

For more information on the tax implications of investing in the ESPP, please consult a tax advisor.

Fees and Commissions

Torrid pays the fees for the administration, record keeping, and the reinvestment of any dividends under the ESPP. However, you are responsible for any brokerage commissions and other related expenses if you elect to sell your stock.

Who to Contact if You Have Questions

For general questions about the ESPP, please contact benefits@torrid.com. You may contact E*TRADE customer service at 1-800-838-0908. If you have tax questions, please consult a financial advisor.

Frequently Asked Questions

1. **Q: What is an ESPP?**
   A: An Employee Stock Purchase Plan (ESPP) is a company-run program in which eligible associates elect to purchase company stock at a discounted price. Associates contribute to the plan through bi-weekly payroll deductions.

2. **Q: What does it mean to be a shareholder?**
   A: When you buy stock, you become a shareholder, or one of the owners of the company. Owners of public companies are entitled to receive declared dividends and vote on company matters at the annual shareholder meeting. As the company's value grows, so can the value of the company's shares.*

3. **Q: Who is eligible?**
   A: All Torrid associates who have completed at least 6 months of continuous service at the time of the enrollment window. Associates on leave, including those on furlough, are eligible to enroll.

4. **Q: How much can I contribute?**
   A: You can contribute between 1% and 15% of your eligible wages, up to a maximum of $25,000 worth of stock per calendar year (as determined by the market price of Torrid stock at the beginning of each offering period). You may not purchase more than 1,000 shares per offering period.

5. **Q: Do I get a discount?**
   A: Yes – shares are purchased at a 15% discount on the lower of 1) the stock price at the beginning of the offering period and 2) the stock price at the end of the offering period.

6. **Q: What is an offering period?**
   A: An offering period is when your ESPP contribution election is deducted from your biweekly paycheck.

   We anticipate having two offering periods each year, which means you'll have two chances to opt into the program annually.

   - July 1st through December 31st
   - January 1st through June 30th

7. **Q: What is the difference between the enrollment window and the offering period.**
   A: The enrollment window is when you make your elections to participate in the program. The offering period is the time during which your contributions are deducted from your paychecks.

8. **Q: Do I have to re-enroll for each offering period?**
   A: No, you do not need to re-enroll for each offering period as your elections will continue (roll over) into subsequent offering periods.

9. **Q: How do I enroll for the current ESPP offering period?**
   A: **Eligible ESPP employees with an active Torrid E*TRADE account** may enroll by logging into their E*TRADE account. Under "Stock Plan" go to "My Account" then "Plan Elections." Select "ESPP Enrollment", located toward the bottom of the page.
   Eligible employees without a Torrid E*TRADE account Username/Password may enroll by logging into www.etrade.com/enroll. Use the right side of the enrollment page and follow the instructions. Enter Torrid's ticker symbol CURV, enter last name, select "Employee ID" and use your Employee ID, select "Continue."

10. **Q: Can I change my payroll deduction election?**
    A: Once the enrollment window closes, and the offering period begins, you can make one change to your election to either reduce or increase your payroll deduction, and you may make one election to withdraw from the offering period. You may make changes to your payroll contribution, or request a withdrawal, up to 30 days before the end of the offering period. Changes can be made through your E*TRADE account.

11. **Q: Can I re-enroll in a future offering period if I cancel my enrollment during the current offering period?**
    A: Yes – cancelling your enrollment does not exclude you from participating in future offering periods.

12. **Q: If I choose to participate in the ESPP, how will my wages be affected?**
    A: Deductions will be made from your paycheck automatically on an after-tax basis and held in a non-interest bearing bank account until the stock purchase is made at the end of the offering period. This differs from a 401(k) plan to which money is

deducted on a pre-tax basis.

13. Q: What are the tax consequences of participating in the ESPP?
A: Because the plan is a U.S. tax-qualified plan, you will be responsible for any income taxes on the purchases of your shares only when you sell the shares. This is true whether you are a US or Canadian resident.

14. Q: What happens if I leave the company?
A: If you leave the company prior to the end of an offering period, your accumulated payroll deductions for the current offering period will be returned to you as soon as administratively feasible. You will continue to have access to your E*TRADE account in the event stock has already been purchased on your behalf from a prior offering period.

15. Q: When will the shares from the offering period be in my E*TRADE brokerage account?
A: Your shares will be available in your E*TRADE account approximately 7 business days after the offering window has concluded.

**Future share values cannot be predicted and depends on many factors such as company performance and the economic environment. Future share values may decline after purchase.*

Example for illustrative purposes only

- Assume fair market value of CURV at the close of the offering period (e.g. purchase date) is $5.00.
- The $5.00 stock price is reduced by your ESPP discount of 15% = $4.25

Annual Base Pay	$50,000
Bi-Week Pay	$50,000/26 pay periods = $1,923.08
ESPP % Contribution	10%
ESPP Bi-weekly Payroll contribution	$1,923.08 X 10% = $192.31
Total ESPP deductions for the 6 month offering period (13 paychecks)	13 X $192.31 = $2,500.03
Number of CURV shares purchased at $4.25 (your 15% discounted ESPP rate)	$2,500.03 / $4.25 = 588 whole shares $4.25 * 588 shares = $2,499.00 is spent on CURV purchase which leaves $1.03 remaining/left over from your $2,500.03 contribution. The remaining $1.03 not used to buy shares will be carried over into the next offering period.