

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>WAN XIN</u> (Last) (First) (Middle) C/O GIGACLOUD TECHNOLOGY INC 4388 SHIRLEY AVENUE (Street) EL MONTE CA 91731 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GigaCloud Technology Inc [GCT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Technology Officer
	3. Date of Earliest Transaction (Month/Day/Year) 04/10/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Ordinary Shares, par value \$0.05 per share	04/10/2024		A		10,000	A	\$0 ⁽¹⁾	10,000	I	By FAITHFUL WINNER HOLDINGS LIMITED ⁽²⁾⁽³⁾
Class A Ordinary Shares, par value \$0.05 per share								947,540	I	By Dongsi Tou Tiao Limited ⁽⁴⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Share Units	⁽⁵⁾	04/10/2024		A		10,000		⁽⁶⁾	⁽⁶⁾	Class A Ordinary Shares, par value \$0.05 per share	\$0	10,000	I	By FAITHFUL WINNER HOLDINGS LIMITED ⁽²⁾⁽³⁾

1. Name and Address of Reporting Person* <u>WAN XIN</u> (Last) (First) (Middle) C/O GIGACLOUD TECHNOLOGY INC 4388 SHIRLEY AVENUE (Street) EL MONTE CA 91731 (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>FAITHFUL WINNER HOLDINGS LTD</u> (Last) (First) (Middle) C/O GIGACLOUD TECHNOLOGY INC 4388 SHIRLEY AVENUE (Street) EL MONTE CA 91731 (City) (State) (Zip)		
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Explanation of Responses:

- Represents Issuer's Class A ordinary shares issued pursuant to restricted share units granted to the Reporting Person under the Issuer's 2017 share incentive plan.
- This report shall not be deemed an admission that any of the reporting persons is the beneficial owner of such securities for purposes of Section 16 of Securities Exchange Act of 1934, as amended, or for any other purpose.
- The securities are directly held by FAITHFUL WINNER HOLDINGS LIMITED. Xin Wan is the sole shareholder and sole director of FAITHFUL WINNER HOLDINGS LIMITED and may be deemed to be an indirect beneficial owner of the securities held by FAITHFUL WINNER HOLDINGS LIMITED.
- Represents Class A Ordinary Shares held by Dongsi Tou Tiao Limited, a company incorporated in British Virgin Islands, for Mr. Xin Wan ("Mr. Wan"). Dongsi Tou Tiao Limited is controlled and managed by Dongsi Tou Tiao Trust, a trust established under a trust deed dated July 13, 2021 between GigaCloud Technology Inc and Futu Trustee as trustee. The trust's beneficiaries are certain directors and executive officers of the Issuer, including Mr. Xin Wan, who are the participants of the Issuer's 2008 Share Incentive Plan and 2017 Share Incentive Plan. The trust deed provides that the trustee shall not exercise the voting rights attached to the Issuer's shares held by Dongsi Tou Tiao Limited, or the investment and dispositive power, unless otherwise directed by the advisory committee of the trust.
- Each Restricted Share Unit ("RSU") represents a contingent right to receive one share of Class A ordinary shares of the Issuer when vested.
- The RSUs will be vested at the end of the twelve (12)-month period commencing from the date of grant, subject to continuous service. Vested shares will be delivered to the reporting person following vesting.

Remarks:

Exhibit 24 - Power of Attorney.

/s/ David Kwok Hei Lau, Attorney-in-fact, for each of the reporting persons 04/12/2024
named herein

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

**SECTION 16
POWER OF ATTORNEY**

With respect to holdings of and transactions in securities issued by GigaCloud Technology Inc (the “*Company*”), the undersigned hereby constitutes and appoints each of the chief executive officer of the Company, who is currently Lei Wu, and the chief financial officer of the Company, who is currently David Kwok Hei Lau, and their respective successors, as may be amended from time to time, signing singly, with full power of substitution and resubstitution, to act as the undersigned’s true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned, Forms 3, 4, and 5 (including amendments thereto) in accordance with Section 16 of the Securities Exchange Act of 1934, as amended (the “*Exchange Act*”), and the rules thereunder; and
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such forms (including amendments thereto) with the United States Securities and Exchange Commission and any stock exchange or similar authority.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorneys-in-fact substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned’s responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any Forms 3, 4 and 5 with respect to the undersigned’s holdings of and transactions in securities issued by the Company, unless earlier (a) revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or (b) superseded by a new power of attorney regarding the purposes outlined in the first paragraph hereof dated as of a later date.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of April, 2024.

**FAITHFUL WINNER HOLDINGS
LIMITED**

By: /s/Xin Wan _____
Name: Xin Wan
Title: Director

[Signature Page to Power of Attorney]
